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TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

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-02/15/99--01083--005
****122.50 *****78.75

SUBJECT: OCB Restaurant Co.

(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Jody Peterson

(Name of Person)

Buffets, Inc.

(Firm/Company)

10260 Viking Drive

(Address)

Eden Prairie, MN 55344

(City/State/Zip)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Should you need to call someone concerning this matter, please call:

Jody Peterson

(Name of Person)

at (612) 942-4726

(Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Handwritten signature/initials

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TO TRANSACT BUSINESS IN FLORIDA

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IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE
STATE OF FLORIDA:

1. OCB Restaurant Co.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or
words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a
natural person or partnership if not so contained in the name at present.)

2. MN 3. 41-1777607
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 3/2/94 5. perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or
"perpetual")

6. estimated April 1999
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.)

7. 10260 Viking Drive
Eden Prairie, MN 55344
(Current mailing address)

8. operation of buffet-style restaurants
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT
acceptable)
Name: CT Corporation System
Office Address: 1200 South Pine Island Road
Plantation, Florida, 33324
(Zip Code)

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10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated
corporation at the place designated in this application, I hereby accept the appointment as
registered agent and agree to act in this capacity. I further agree to comply with the provisions of
all statutes relative to the proper and complete performance of my duties, and I am familiar with
and accept the obligations of my position as registered agent.

Michelle R. [Signature]
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to
delivery of this application to the Department of State, by the Secretary of State or other
official having custody of corporate records in the jurisdiction under the law of which it is
incorporated.

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)
A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: Roe H. Hatlen

Address: 10260 Viking Drive
Eden Prairie, MN 55344

Vice Chairman: _____

Address: _____

Director: Clark C. Grant

Address: 10260 Viking Drive
Eden Prairie, MN 55344

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

^{CFO}
~~President~~ Roe H. Hatlen

Address: 10260 Viking Drive
Eden Prairie, MN 55344

^{Asst. Secretary}
~~Vice-President~~ Paul Holovnia

Address: 10260 Viking Drive
Eden Prairie, MN 55344

Secretary: H. Thomas Mitchell

Address: 10260 Viking Drive
Eden Prairie, MN 55344

^{CFO}
~~Treasurer~~ Clark C. Grant

Address: 10260 Viking Drive
Eden Prairie, MN 55344

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NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Paul Holovnia
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Paul Holovnia, Assistant Secretary
(Typed or printed name and capacity of person signing application)

State of Minnesota

SECRETARY OF STATE

Certificate of Good Standing

I, Mary Kiffmeyer, Secretary of State of Minnesota, do certify that: The corporation listed below is a corporation formed under the laws of Minnesota; that the corporation was formed by the filing of Articles of Incorporation with the Office of the Secretary of State on the date listed below; that the corporation is governed by the chapter of Minnesota Statutes listed below; and that this corporation is authorized to do business as a corporation at the time this certificate is issued.

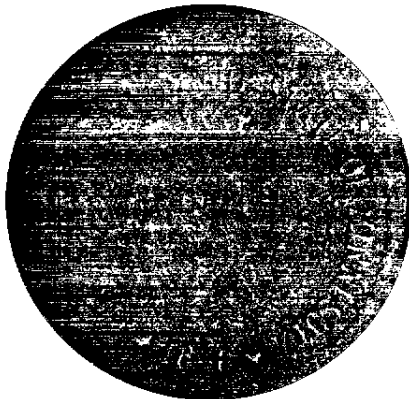
Name: OCB Restaurant Co.

Date Formed: 03/02/1994

Chapter Governed By: 302A

This certificate has been issued on 01/12/99.

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TALLAHASSEE, FLORIDA



Mary Kiffmeyer
Secretary of State.