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SEAL OF THE STATE OF ILLINOIS  
OFFICE OF THE SECRETARY OF STATE



DEPT-01 RECORDING \$29.00  
140014 TRAN 2181 07/14/94 09:22:00  
\$4993 + AK \* - 94 - 615307  
COOK COUNTY RECORDER

**Whereas,** APPLICATION FOR CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS IN THIS STATE OF

OCB RESTAURANT CO.

INCORPORATED UNDER THE LAWS OF THE STATE OF MINNESOTA HAS BEEN FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

*Now Therefore, I, George H. Ryan, Secretary of State of the State of Illinois, by virtue of the powers vested in me by law, do hereby issue this certificate and attach hereto a copy of the Application of the aforesaid corporation.*

**In Testimony Whereof,** I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois.

at the City of Springfield, this 5TH day of JULY A.D. 19 94 and of the Independence of the United States the two hundred and 19TH



*George H. Ryan*  
SECRETARY OF STATE

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Form **BCA-13.15**

(Rev. Jan. 1991)

APPLICATION FOR CERTIFICATE  
OF AUTHORITY TO  
TRANSACTION BUSINESS IN ILLINOIS

**SUBMIT IN DUPLICATE!**

George H. Ryan  
Secretary of State  
Department of Business Services  
Springfield, IL 62756  
Telephone (217) 782-1834

This space for use by Secretary of State

This space for use by  
Secretary of State

**FILED**

JUL 5 1994

GEORGE H. RYAN  
SECRETARY OF STATE

Date 7/5/94  
License Fee \$ \_\_\_\_\_  
Franchise Tax \$ 25.00  
Filing Fee \$ 75.00  
Penalties \$ \_\_\_\_\_  
Approved: [Signature] \$ 100.00

Payment must be made by certified check, cashier's check, Illinois attorney's check, Illinois C.P.A.'s check or money order, payable to "Secretary of State."

1. (a) CORPORATE NAME: OCB Restaurant Co.

(Complete item 1 (b) only if the corporate name is not available in this state.)

(b) ASSUMED CORPORATE NAME: \_\_\_\_\_

(By electing this assumed name, the corporation hereby agrees NOT to use its corporate name in the transaction of business in Illinois Form BCA 4 15 is attached.)

2. (a) State or Country of Incorporation: Minnesota

(b) Date of Incorporation: 3/2/91

(c) Period of Duration: Perpetual

3. (a) Address of the principal office, wherever located: \_\_\_\_\_ (b) Address of principal office in Illinois: \_\_\_\_\_

10260 Viking Drive, Suite 100

None

Eden Prairie, MN 55344

4. Name and address of the registered agent and registered office in Illinois.

Registered Agent CT Corporation System

First Name

Middle Name

Last Name

Registered Office 208 South LaSalle Street

Number

Street

Suite #

Chicago

60601-1135

Cook

City

Zip Code

County

**EXPEDITE**

5. States and countries in which it is admitted or qualified to transact business:

See attached for states and countries

6. Names and residential addresses of officers and directors:

Name	No. & Street	City	State	Zip
President Joseph A. Conti, Sr.	3321 St. Paul Avenue	Minneapolis	MN	55416
Secretary Diane M. Haskarpen	633 5th Avenue NE	Ossseo	MN	55369
Director Roy H. Hallen (Chairman of the Board)	13141 Hannover Court	Apple Valley	MN	55124
Director Clark C. Grant	6420 Regina Lane	Chanhassen	MN	55317
Director Joseph A. Conti, Sr.	3321 St. Paul Avenue	Minneapolis	MN	55416

See attached for additional officers

If more than 3, attach list

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7. Purpose or purposes proposed to be pursued in transacting business in this state;  
(If not sufficient space to cover this point, add one or more sheets of this size.)

Restaurant Operation

8. Authorized and issued shares:

Class	Series	Par Value	Number of Shares	
			Authorized	Issued
Common		\$0.01	1,000	100

9. Paid-in Capital: \$ 1,000

(\*Paid-in Capital\* replaces the terms Stated Capital & Paid-in Surplus and is equal to the total of these accounts.)

10. (a) Give an estimate of the total value of all the property\* of the corporation for the following year \$ 68,150,045
- (b) Give an estimate of the total value of all the property\* of the corporation for the following year that will be located in Illinois \$ 9,940,223
- (c) State the estimated total business of the corporation to be transacted by it everywhere for the following year. \$ 206,911,961
- (d) State the estimated annual business of the corporation to be transacted by it at or from places of business in the State of Illinois: \$ 33,869,096

11. Interrogatories:

- (a) Office or offices to which all contracts with the corporation are forwarded for final acceptance: 10260 Viking Dr., Suite 101  
Eden Prairie, MN 55344
- (b) Number of shares of all classes owned by residents of Illinois: 0
- (c) Number of shares of all classes owned by non-residents of Illinois: 100
- (d) Is the corporation transacting business in this state at this time? no
- (e) If the answer to item 11(d) is yes, state the exact date on which it commenced to transact business in Illinois.

12. This application is accompanied by a copy of the articles of incorporation, as amended, duly authenticated, within the last ninety (90) days, by the proper officer of the state or country wherein the corporation is incorporated.

13. The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true.

Dated June 27, 19 94 OCB Restaurant Co.

(Exact Name of Corporation)

Attested by Diane M. Hasbargen  
(Signature of Secretary or Assistant Secretary)

by Joseph A. Conti, Sr.  
(Signature of President or Vice President)

Diane M. Hasbargen, Secretary

Joseph A. Conti, Sr., President

(Type or Print Name and Title)

(Type or Print Name and Title)

\* PROPERTY as used in this application shall apply to all property of the corporation, real, personal, tangible, intangible or mixed without qualifications

\*\* When the response to #11(a) lists ONLY an Illinois address, then the total business as reflected in #10(c) is also considered to be Illinois business for the purpose of computing the Illinois allocation factor. By signing this application, the corporation affirms that it is aware that the amount of paid in capital, and consequently the amount of license fees and franchise taxes, may be proportionately higher due to the Illinois address shown under #11(a)

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## ILLINOIS

### OCB RESTAURANT Co.

NAME	TITLE	RESIDENCE
Roe H. Hallen	Chief Executive Officer	13141 Hannover Court, Apple Valley, MN 55124
Clark C. Grant	Vice President and Treasurer	6420 Rojina Lane, Chanhassen, MN 55317
Jean C. Postellan	Vice President and Assistant Secretary	1108 Walden Court, Burnsville, MN 55337
Craig V. Abraham	Vice President	9261 Staring Lane, Eden Prairie, MN 55344
Nicholas P. Moran, Jr.	Vice President	5201 Chipping Lane, Virginia Beach, VA 23455
Jerome M. Wenck	Vice President	18876 Nature Lane, Eden Prairie, MN 55346
Rick H. White	Vice President	9100 Victoria Drive, Eden Prairie MN 55347
Laura Zauner	Vice President	1850 Park Ridge Drive, Chaska, MN 55318

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States and countries in which it is admitted or qualified to transact business:

Alabama  
Arizona  
California  
Colorado  
Connecticut  
Georgia  
Illinois  
Indiana  
Iowa  
Kansas  
Kentucky  
Maryland  
Maine  
Michigan  
Missouri  
New York  
North Carolina  
Ohio  
Pennsylvania  
South Carolina  
Tennessee  
Texas  
Virginia  
Wisconsin  
Wyoming

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BOX 170