

193606

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Amendment

Filed 9-2-76

Copys.

A M E N D M E N T

BURGER KING CORPORATION

AMEND AMENDING ART VI

CHARTER #193606

FILED: 9/2/76

9/3/76 PB.

mg

193606

BURGER KING CORPORATION EXECUTIVE OFFICES: 7360 NORTH KENDALL DRIVE / TELEPHONE (305) 274-7011 / TWX 810-848-8692

*plain amend.
Art VI JWC*

August 27, 1976

Aug 30-76 #2 224800 *****15.00
Aug 30-76 #2 224700 *****15.00

Secretary of State's Office
The Capitol
Tallahassee, FL. 32304

Attention: Corporation Division

Re: BURGER KING CORPORATION

Gentlemen:

Enclosed are two originally executed copies of an Amendment to the Articles of Incorporation of Burger King Corporation which was passed by the Stockholder and the Board of Directors on August 1976.

Also enclosed is our check in the amount of \$30.00 to cover the cost of filing and of one Certified copy of the Amendment.

Very truly yours,

BURGER KING CORPORATION

Jean H. Willis
(Mrs) Jean H. Willis
Corporate Secretary

JW/em

Enclosures

15
15
30
BALANCE DUE

SEP 2 9 31 AM '76
STATE
TALLAHASSEE, FLORIDA

FILED

RECEIVED
Aug 30 11 53 AM 1976
DEPARTMENT OF STATE
MAILROOM
TALLAHASSEE, FLA.

AMENDMENT TO THE ARTICLES OF INCORPORATION

THE CERTIFICATE OF BURGER KING CORPORATION UPON
THE AMENDMENT OF ITS CERTIFICATE OF INCORPORATION
MADE UNDER THE STATUTES OF THE STATE OF FLORIDA
IN THAT BEHALF:

FILED
SEP 2 9 31 AM '76
SECRET
TALLAHASSEE, FLORIDA

BURGER KING CORPORATION, a corporation organized and existing under the laws of the State of Florida, by virtue of its Certificate of Incorporation, as amended by merger filed May 25, 1970 in which the Articles of Incorporation were restated in full, and in conformity with the provisions of the Florida General Corporation Act (Chapter 607) effective January 1, 1976, hereby certifies, as follows:

FIRST: That at the Annual meeting of the Stockholder of the Company duly and legally held on the 3rd day of August, 1976, in New Orleans, Louisiana, pursuant to notice thereof, a resolution was unanimously adopted setting forth an amendment to Article VI of the Articles of Incorporation as restated by merger document dated May 25, 1970, proposing to change the number of the Board of Directors to be not less than three (3) nor more than eleven (11), to be fixed from time to time by the By-laws of the corporation.

SECOND: That at the Annual Meeting of the Board of Directors of the Company duly and legally held on the 3rd day of August, 1976, in New Orleans, Louisiana, pursuant to notice thereof, at which meeting all of the directors of the Company were present, a resolution was unanimously adopted setting forth an amendment to Article VI of the restated Articles of Incorporation, proposing to change the number of the Board of Directors to be not less than three (3) nor more than eleven (11), to be fixed from time to time by the By-laws of the corporation.

THIRD: That the said Resolution passed by unanimous vote of the stockholder and all of the Directors is as follows:

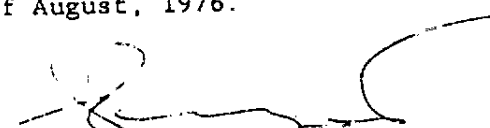
RESOLVED, that Article VI of the Articles of Incorporation of Burger King Corporation as heretofore amended May 25, 1970, be and the same is hereby further amended and modified to read:

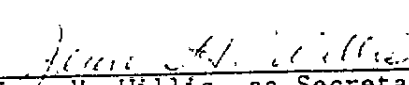
"The number of Directors shall be not less than three (3) nor more than eleven (11), to be fixed from time to time by the By-laws of the corporation."

FURTHER RESOLVED, that this amendment shall be effective upon the date of its filing with the Secretary of State of the State of Florida.

IN WITNESS WHEREOF, the said BURGER KING CORPORATION has made, under its corporate seal and hand of its President, L. W. Passat, and

the hand of its Secretary, Jean H. Willis the foregoing certificate, and the President and Secretary have hereunto respectively set their hands and caused the corporate seal of the said corporation to be hereunto affixed, this 26th day of August, 1976.

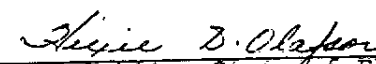

L. W. Paszat, as President of
Burger King Corporation


Jean H. Willis, as Secretary of
Burger King Corporation

STATE OF FLORIDA)
COUNTY OF DADE) SS

I HEREBY CERTIFY that on this day before me personally appeared L. W. PASZAT and JEAN H. WILLIS, respectively, as President and Secretary of Burger King Corporation, a corporation organized and existing under the laws of the State of Florida, to me known to be the persons who signed the foregoing certificate as such officers, and severally acknowledged the execution thereof to be their free act and deed as such officers of said company for the uses and purposes therein mentioned, and that they affixed thereto the official seal of said corporation, and that said instrument is the act and deed of the said corporation.

WITNESS my hand and official seal at Miami, Dade County, Florida, this 26th day of August, 1976.


Notary Public, State of Florida at
Large.

(Notary Seal)

My Commission expires: _____

Notary Public, State of Florida at Large
My Commission Expires Feb. 21, 1979
Bonded by American Fire & Casualty Co