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Name change
Amendment
Filed 5-31-63

7 pgs.

A 93606 - 1

FLORIDA RESTAURANTS, INC.

Amend chang corp name to
BURGER KING CORPORATION;
amend ART III inc cap to
500,000 com @ $1.00.

FILED IN OFFICE OF SECRETARY
OF STATE, STATE OF FLORIDA,
by MBC., on May. 31. 1963..

TOM ADAMS
SECRETARY OF STATE

LAW OFFICES
WAKEFIELD AND UNDERWOOD
SUITE 211, HALL BUILDING
150 SOUTHEAST SECOND STREET
MIAMI 32, FLORIDA

THOMAS H. WAKEFIELD
EDWIN H. UNDERWOOD JR.
GERALD T. NOLAN
ROBERT O. HEWITT
ANDREW L. RICHARD

CABLE ADDRESS
WAKEWOOD
WILLIAM W. MUIR
OF COUNSEL

May 29, 1963

AIRMAIL

MAY 31-63 #2 ***** 3.00
MAY 31-63 #2 ***** 10.00
MAY 31-63 #2 ***** 437.50

Hon. Tom Adams
Secretary of State
Tallahassee, Florida

Re: Change of name of FLORIDA RESTAURANTS, INC. to BURGER KING CORPORATION

Dear sir:

RECEIVED MAY 31 2 00 PM '63

In accordance with my telephone conversation with Mrs. Tonge in your Corporation Division on May 28, 1963, I am enclosing herewith certificate of amendment to the certificate of incorporation, as amended, of Florida Restaurants, Inc.

Necessary arrangements have been made with Burger King of Florida, Inc., clearing for our use the name of Burger King Corporation.

I also enclose herewith our trust account check payable to your order in the amount of $450.50, which, according to our calculations, should cover the cost of your filing and additional taxes for the increased capitalization authorized.

Please call our offices, collect, at FRanklin 9-0681, Miami, in the event there is any shortage of funds necessary for the filing of this amendment, and in any event, please call us, collect, and advise us when the same has been file. Please also forward to us a certified copy of the amendment.

With kindest regards,

Very truly yours,

WAKEFIELD AND UNDERWOOD

By Robert O. Hewitt

Called 5-31-63 N.S.

THW:lp
encs.

TAX	437.50
FILING	10.00
AGENT FEE	
COPY	3.00
TOTAL	450.50
CHECK	450.50
BALANCE DUE	
REFUND	1,000.00

a/c tax only $12.750

BURGER KING
OF FLORIDA, INC.

P. O. BOX 10086 JACKSONVILLE 7, FLORIDA RA 5-4122

DAVID A. STEIN
PRESIDENT

May 29, 1963

Secretary of State
Corporate Division
Tallahassee, Florida

Dear Sir:

We have no objection to Florida Restaurants, Inc. utilizing the name Burger King Corporation.

Very truly yours,

David A. Stein

David A. Stein,
President

DAS/gc

CC: H. Glen Jones
Fla. Restaurants, Inc.

Wakefield & Underwood, Attys.

CERTIFICATE OF AMENDMENT TO
CERTIFICATE OF INCORPORATION

OF

FLORIDA RESTAURANTS, INC.

THE CERTIFICATE OF FLORIDA RESTAURANTS, INC.
UPON THE AMENDMENT OF ITS CERTIFICATE OF
INCORPORATION, MADE UNDER THE STATUTES OF
THE STATE OF FLORIDA IN THAT BEHALF:

FLORIDA RESTAURANTS, INC., a corporation organized and existing under the laws of the State of Florida, by virtue of its certificate of incorporation in conformity with the provisions of the Revised Statutes of Florida, hereby certifies, as follows:

FIRST: That at a meeting of the board of directors of FLORIDA RESTAURANTS, INC. (hereinafter called the "Company"), held on the 8th day of May, 1963, at 3051 Coral Way, Miami, Florida, which meeting was duly called and held and at which meeting all of the directors of the Company were present, a resolution was unanimously adopted, setting forth an amendment proposing to change the name of the said Company to BURGER KING CORPORATION, and amending the amount of authorized capital stock from fifty (50) shares of common stock without nominal or par value to five hundred thousand (500,000) shares of common stock with a par value of One Dollar ($1.00) per share.

SECOND: That in accordance with the above resolution of the board of directors, a special meeting of the stockholders of the Company was duly and legally held on the 8th day of May, 1963, in accordance with the Statutes of the State of Florida and the by-laws of the Company, for the purpose of obtaining the vote of the stockholders of the Company for and against the proposed amendment to the certificate of incorporation.

THIRD: That at said meeting of stockholders of said Company, held as aforesaid, the following resolution was submitted to the stockholders for their action:

"RESOLVED that the name of this corporation be changed from FLORIDA RESTAURANTS, INC. to BURGER KING CORPORATION, by which latter name it shall hereafter be known.

" FURTHER RESOLVED that Article III of the certificate of incorporation as reads:

'The amount of capital stock authorized shall be Fifty (50) shares of common stock without nominal or par value.'

be and the same is hereby changed, amended and modified to read:

'The amount of capital stock authorized shall be five hundred thousand (500,000) shares of common stock with a par value of One Dollar ($1.00) per share.'"

FOURTH: That the stockholders of record holding all of the stock of the corporation affirmatively voted at such stockholders meeting in favor of such amendment represented by said resolution.

IN WITNESS WHEREOF, the said FLORIDA RESTAURANTS, INC. has made, under its corporate seal and the hand of its Vice-president, H. GLENN JONES, and the hand of its Assistant Secretary, THOMAS H. WAKEFIELD, the foregoing certificate, and the Vice-president and Assistant Secretary have hereunto respectively set their hands and caused the corporate seal of the said corporation to be hereunto affixed, this 29th day of May, 1963.

H. Glenn Jones (SEAL)
H. Glenn Jones, as Vice-president
of Florida Restaurants, Inc.

Thomas H. Wakefield (SEAL)
Thomas H. Wakefield, as Assistant
Secretary of Florida Restaurants,
Inc.

STATE OF FLORIDA)SS
)
COUNTY OF DADE)

I HEREBY CERTIFY that on this day before me personally appeared H. GLENN JONES and THOMAS H. WAKEFIELD, respectively as Vice-president and Assistant Secretary of FLORIDA RESTAURANTS, INC., a corporation under the laws of the State of Florida, to me known to be the persons show 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 said corporation.

WITNESS my hand and official seal at Miami, Dade County, Florida, this 29th day of May, 1963.

Notary Public State
of Florida at Large

My Commission Expires: 4-22-64