

FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

FILED  
Jan 22 1998 8:00am  
Secretary of State

PROFIT CORPORATION ANNUAL REPORT <b>1998</b>		FLORIDA DEPARTMENT OF STATE <b>Sandra B. Mortham</b> Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # **827213** (0)  
1. Corporation Name  
**HARDEE'S FOOD SYSTEMS, INC.**



Principal Place of Business <b>1233 NORTH CHURCH STREET P. O. BOX 1619 ROCKY MOUNT NC 27802-1619</b>	Mailing Address <b>1233 NORTH CHURCH STREET P. O. BOX 1619 ROCKY MOUNT NC 27802-1619</b>
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip Country 24		2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip Country 29		3. Date Incorporated or Qualified <b>12/22/1971</b>		4. FEI Number <b>56-0732584</b>		Applied For Not Applicable	
5. Certificate of Status Desired <input type="checkbox"/>		8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No		6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>		7. \$8.75 Additional Fee Required		5.00 May Be Added to Fees	

9. Name and Address of Current Registered Agent <b>CT CORPORATION SYSTEM 1200 S. PINE ISLAND ROAD PLANTATION FL 33324</b>				10. Name and Address of New Registered Agent 81 Name 82 Street Address (P.O. Box Number is Not Acceptable) 83 84 City FL 85 Zip Code			
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11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE

Signature, typed or printed name of registered agent and title if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS				13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12			
TITLE	<b>S</b>	<input checked="" type="checkbox"/> DELETE	1.1 TITLE	<b>PD</b>	<input type="checkbox"/> Change	<input checked="" type="checkbox"/> Addition	
NAME	<b>CONDON, BREEN O.</b>		1.2 NAME	<b>Rory J. Murphy</b>			
STREET ADDRESS	<b>3541 MANSFIELD DR.</b>		1.3 STREET ADDRESS	<b>1233 HARDEE'S BLVD</b>			
CITY-ST-ZIP	<b>ROCKY MOUNT NC</b>		1.4 CITY-ST-ZIP	<b>Rocky Mount, NC 27804-2815</b>			
TITLE	<b>TD</b>	<input checked="" type="checkbox"/> DELETE	2.1 TITLE	<b>S</b>	<input type="checkbox"/> Change	<input checked="" type="checkbox"/> Addition	
NAME	<b>STRICKLAND, NANCY S.</b>		2.2 NAME	<b>M'Liss Jones KANG</b>			
STREET ADDRESS	<b>104 CLAREMONT CT</b>		2.3 STREET ADDRESS	<b>1200 HARPER BLVD</b>			
CITY-ST-ZIP	<b>ROCKY MOUNT NC</b>		2.4 CITY-ST-ZIP	<b>ANAHEIM, CA 92803</b>			
TITLE	<b>C</b>	<input checked="" type="checkbox"/> DELETE	3.1 TITLE	<b>CBOD</b>	<input type="checkbox"/> Change	<input checked="" type="checkbox"/> Addition	
NAME	<b>AUTRY, ROBERT F.</b>		3.2 NAME	<b>C. THOMAS THOMPSON</b>			
STREET ADDRESS	<b>103 WINDCHASE DRIVE</b>		3.3 STREET ADDRESS	<b>1200 HARPER BLVD</b>			
CITY-ST-ZIP	<b>ROCKY MOUNT NC</b>		3.4 CITY-ST-ZIP	<b>ANAHEIM, CA 92803</b>			
TITLE	<b>PCED</b>	<input checked="" type="checkbox"/> DELETE	4.1 TITLE	<b>SVF</b>	<input type="checkbox"/> Change	<input checked="" type="checkbox"/> Addition	
NAME	<b>MCMANUS, STEVE H.</b>		4.2 NAME	<b>Tom Lewiston</b>			
STREET ADDRESS	<b>1801 RIVERA DRIVE</b>		4.3 STREET ADDRESS	<b>1233 HARDEE'S BLVD</b>			
CITY-ST-ZIP	<b>ROCKY MOUNT NC</b>		4.4 CITY-ST-ZIP	<b>Rocky Mount, NC 27804-2815</b>			
TITLE	<b>SVPC</b>	<input type="checkbox"/> DELETE	5.1 TITLE	<b>D</b>	<input type="checkbox"/> Change	<input checked="" type="checkbox"/> Addition	
NAME	<b>SPEED, JAMES H. JR.</b>		5.2 NAME	<b>William Foley II</b>			
STREET ADDRESS	<b>12613 SHALLOWFORD DR.</b>		5.3 STREET ADDRESS	<b>1200 HARPER BLVD</b>			
CITY-ST-ZIP	<b>RALEIGH NC</b>		5.4 CITY-ST-ZIP	<b>ANAHEIM, CA 92803</b>			
TITLE	<b>VD</b>	<input checked="" type="checkbox"/> DELETE	6.1 TITLE	<b>SVPT</b>	<input checked="" type="checkbox"/> Change	<input type="checkbox"/> Addition	
NAME	<b>HALL, RICHARD L.</b>		6.2 NAME	<b>JAMES H. SPEED, JR.</b>			
STREET ADDRESS	<b>125 STEEPLECHASE RD</b>		6.3 STREET ADDRESS	<b>1233 HARDEE'S BLVD</b>			
CITY-ST-ZIP	<b>ROCKY MOUNT NC</b>		6.4 CITY-ST-ZIP	<b>Rocky Mount, NC 27804-2815</b>			

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13, unchanged, or on an attachment with an address.

SIGNATURE

*[Signature]*

*[Signature]*

CR2E034 (10/97)