



April 25, 1999

834329

Department of State
Amendment Section
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

300002865793--7
-05/06/99-01099-003
*****35.00 *****35.00

RE: Dobson Corporation #74-1693771

Dear Department of State:

Enclosed is an Application by Foreign Profit Corporation to File Amendment to Application for Authorization to Transact Business in Florida. In addition, I have enclosed a Certificate of Fact and a Certificate of Existence from the State of Texas (state of incorporation). If you have any questions, you can reach me at (361) 878-0338. My address is:

4600 Parkdale Drive
Corpus Christi, Texas 78411

Sincerely,
Whataburger, Inc.

Kathleen D Burney

Kathleen D. Burney
Assistant Controller

FILED
00 MAY 25 PM 4:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

834329
DBA
SP8
5-25-00



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 17, 1999

KATHLEEN BURNEY
4600 PARKDALE DRIVE
CORPUS CHRISTI, TX 78411

SUBJECT: DOBSON CORPORATION
Ref. Number: 834329

We have received your document for DOBSON CORPORATION and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

If a foreign corporation has adopted an alternate name for transacting business in Florida and desires to drop that alternate name, a resolution of its board of directors should be filed dropping the alternate name. The resolution should be signed by the chairman or vice chairman of the board, president or any other officer.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6916.

Carol Mustain
Corporate Specialist

Letter Number: 199A00027222

RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned John M McEllan, do hereby certify
(Name)

that this Resolution of the Board of Directors of Whataburger, Inc, a
Texas corporation
(Corporate Name)

a corporation duly organized and existing under the laws of the State of Texas

was duly adopted on June 1, 1999

Be it resolved, that Whataburger, Inc.
(Corporate Name)

organized and existing in the State of Texas, hereby drops the name

Dobson Corporation for use in Florida.

Dated: 8/4/1999

John M. McEllan, Sr. Vice President
Signature of either Chairman, Vice Chairman or any officer

John M McEllan
Type or print name

00 MAY 25 AM 4:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED



The State of Texas

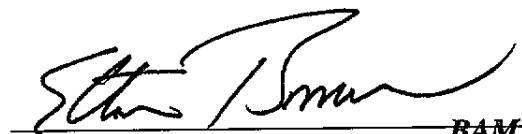
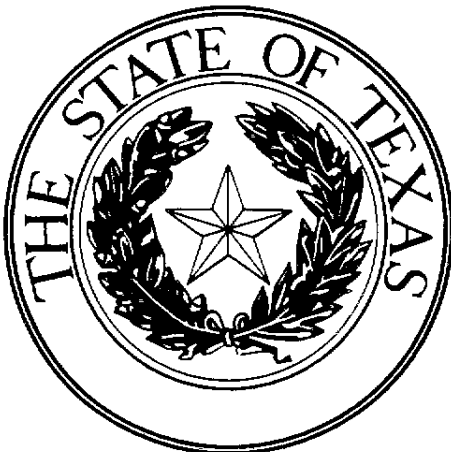
SECRETARY OF STATE

IT IS HEREBY CERTIFIED that
Articles of Incorporation of

WHATABURGER, INC.
File No. 296739

were filed in this office and a certificate of incorporation was issued to this corporation,
and no certificate of dissolution is in effect and the corporation is currently in existence.

*IN TESTIMONY WHEREOF, I have hereunto
signed my name officially and caused to be
impressed hereon the Seal of State at my office in
Austin, Texas on May 8, 2000.*



Elton Bomer
Secretary of State

BAM