

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

FILED
May 16 1997 8:00am
Secretary of State

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| PROFIT CORPORATION ANNUAL REPORT 1997 |  | FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS |
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DOCUMENT # 834840 (1)
 1. Corporation Name
SHONEY'S, INC.



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| Principal Place of Business 1727 ELM HILL PIKE NASHVILLE TN 37210 | Mailing Address 1727 ELM HILL PIKE NASHVILLE TN 37210-5701 |
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|---|--|
| 3. Date Incorporated or Qualified 08/13/1975 | 3a. Date of Last Report 05/01/1996 |
| 4. FEI Number 62-0799798 | Applied For <input type="checkbox"/> Not Applicable |
| 5. Certificate of Status Desired <input type="checkbox"/> | \$8.75 Additional Fee Required |
| 6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> | \$5.00 May Be Added to Fees |
| 8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No | |

| | |
|--------------------------------|-------------------------|
| 2. Principal Place of Business | 2a. Mailing Address |
| 21. Succ. Apt. #, etc. | 26. Suite, Apt. #, etc. |
| 22. City & State | 27. City & State |
| 23. Zip | 28. Country |
| 24. Zip | 25. Country |
| 29. Zip | 30. Country |

| | |
|--|--|
| 9. Name and Address of Current Registered Agent THE PRENTICE-HALL CORPORATION SYSTEM, INC. 1201 HAYS STREET TALLAHASSEE FL 32301 | 10. Name and Address of New Registered Agent |
| 81. Name | |
| 82. Street Address (P.O. Box Number is Not Acceptable) | |
| 83. | |
| 84. City | 85. Zip Code |

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 _____ DATE _____
Signature typed or printed name of registered agent and title, if applicable (NOTE: Registered Agent signature required when reinstating)

| 12. OFFICERS AND DIRECTORS | | 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 | |
|----------------------------|--------------------------------------|---|--|
| TITLE | PCEO <input type="checkbox"/> DELETE | 1.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | LYNN, C. STEPHEN | 1.2 NAME | |
| STREET ADDRESS | 1727 ELM HILL PIKE | 1.3 STREET ADDRESS | |
| CITY - ST - ZIP | NASHVILLE TN | 1.4 CITY - ST - ZIP | |
| TITLE | CFOV <input type="checkbox"/> DELETE | 2.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | BARBER, W. CRAIG | 2.2 NAME | |
| STREET ADDRESS | 1727 ELM HILL PIKE | 2.3 STREET ADDRESS | |
| CITY - ST - ZIP | NASHVILLE TN | 2.4 CITY - ST - ZIP | |
| TITLE | S <input type="checkbox"/> DELETE | 3.1 TITLE | <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | LANGFORD, ROBERT M. | 3.2 NAME | |
| STREET ADDRESS | 1727 ELM HILL PIKE | 3.3 STREET ADDRESS | |
| CITY - ST - ZIP | NASHVILLE TN | 3.4 CITY - ST - ZIP | |
| TITLE | T <input type="checkbox"/> DELETE | 4.1 TITLE | <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | MCDANIEL, F. ERNIE | 4.2 NAME | |
| STREET ADDRESS | 1727 ELM HILL PIKE | 4.3 STREET ADDRESS | |
| CITY - ST - ZIP | NASHVILLE TN | 4.4 CITY - ST - ZIP | |
| TITLE | V <input type="checkbox"/> DELETE | 5.1 TITLE | <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | CHEU, ABRAHAM P | 5.2 NAME | |
| STREET ADDRESS | 1717 ELM HILL PIKE | 5.3 STREET ADDRESS | 1727 Elm Hill Pike |
| CITY - ST - ZIP | NASHVILLE FL | 5.4 CITY - ST - ZIP | |
| TITLE | V <input type="checkbox"/> DELETE | 6.1 TITLE | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME | HAYES, GREGORY | 6.2 NAME | |
| STREET ADDRESS | 1727 ELM HILL PIKE | 6.3 STREET ADDRESS | |
| CITY - ST - ZIP | NASHVILLE TN | 6.4 CITY - ST - ZIP | |

14. I do 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 if changed, or on an attachment with an address.

SIGNATURE: Abraham P. Cheu, Jr. Abraham P. Cheu, Jr. 4-30-97 615/281-2812
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone

CR2E034 (9/96)

SHONEY'S, INC.
FEIN 62-0799798
SCHEDULE OF OFFICERS

| TITLE | NAME | ADDRESS |
|---------------------------------|-----------------------|---|
| PRESIDENT & CEO | C. STEPHEN LYNN | 1727 ELM HILL PIKE NASHVILLE, TN 37210 |
| SR. EXEC. VICE PRESIDENT & CAO | W. CRAIG BARBER | 1727 ELM HILL PIKE NASHVILLE, TN 37210 |
| SR. EXEC. VICE PRESIDENT & COO | ROBERT M. LANGFORD | 1727 ELM HILL PIKE NASHVILLE, TN 37210 |
| SECRETARY/TREASURER | F. E. MCDANIEL, JR. | 1727 ELM HILL PIKE NASHVILLE, TN 37210 |
| SR. VICE PRESIDENT & CONTROLLER | GREGORY A. HAYES | 1727 ELM HILL PIKE NASHVILLE, TN 37210 |
| VICE PRESIDENT | ABRAHAM P. CHEIJ, JR. | 1727 ELM HILL PIKE NASHVILLE, TN 37210 |

SHONEY'S, INC.
FEIN 62-0799798
SCHEDULE OF DIRECTORS

| NAME | ADDRESS |
|----------------------|---|
| DENNIS C. BOTTORFF | 1727 ELM HILL PIKE NASHVILLE, TN 37210 |
| CAROLE R. HOOVER | 1727 ELM HILL PIKE NASHVILLE, TN 37210 |
| VICTORIA B. JACKSON | 1727 ELM HILL PIKE NASHVILLE, TN 37210 |
| C. STEPHEN LYNN | 1727 ELM HILL PIKE NASHVILLE, TN 37210 |
| JEFFRY F. SCHOENBAUM | 1727 ELM HILL PIKE NASHVILLE, TN 37210 |
| B. FRANKLIN SKINNER | 1727 ELM HILL PIKE NASHVILLE, TN 37210 |
| CAL TURNER, JR. | 1727 ELM HILL PIKE NASHVILLE, TN 37210 |