



THE UNITED STATES
CORPORATION
COMPANY

854249

ACCOUNT NO. : 072100000032

REFERENCE : 752917 4705357

AUTHORIZATION :

COST LIMIT :

Patricia Pizant

ORDER DATE : July 3, 2000

ORDER TIME : 9:56 AM

ORDER NO. : 752917-090

CUSTOMER NO: 4705357

CUSTOMER: Ms. Lena Hines
Hardee's Food Systems, Inc.
1233 Hardee's Blvd.

Rocky Mount, NC 27804

RA Chase

600003312926--7

CHANGE OF AGENT

NAME: BURGER CHEF SYSTEMS, INC.

FILED
00 JUL -5 PM 1:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Ta-Tanisha Green

APR 7/5/00

RECEIVED
00 JUL -5 AM 10:39
DEPARTMENT OF STATE
DIVISION OF CORPORATE
TALLAHASSEE, FLORIDA

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED
AGENT OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of North Carolina submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is: BURGER CHEF SYSTEMS, INC.
2. The mailing address of the corporation is: 1233 HARDEE'S BLVD.
ROCKY MOUNT, NC 27804
3. Date of incorporation/qualification: October 1, 1982 Document number: 854249
4. The name and address of the current registered agent and office:

CT Corporation System

1200 South Pine Island Road

Plantation, FL 33324

5. The name and address of the new registered agent and office: (P. O. Box Not Acceptable)

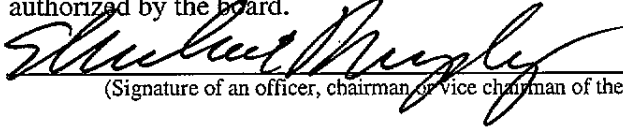
Corporation Service Company

1201 Hays Street

Tallahassee, FL 32301

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.



(Signature of an officer, chairman or vice chairman of the board)

6-23-00

(Date)

E. MICHAEL MURPHY, Vice President

(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Corporation Service Company

By: Deborah D. Skipper

(Signature of Registered Agent)

7-3-00

(Date)

If signing on behalf of an entity:

DEBORAH D. SKIPPER

(Typed or Printed Name)

Assistant Vice President

(Capacity)

***** FILING FEE: \$35.00 *****