



THE UNITED STATES
CORPORATION
COMPANY

F93000003173

ACCOUNT NO. : 072100000032

REFERENCE : 614637 5022193

AUTHORIZATION

Patricia Pizant

COST LIMIT : \$ 35.00

ORDER DATE : November 26, 1997

ORDER TIME : 9:31 AM

500002358545-3

ORDER NO. : 614637-005

CUSTOMER NO: 5022193

CUSTOMER: Mr. Robert J. Ames
Shoney's Inc.
1727 Elm Hill Pike

Nashville, TN 37210

CHANGE OF AGENT

NAME: TPI-WEST PALM INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Christopher Smith

RECEIVED
97 DEC -1 AM 9:54
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
97 DEC -1 PM 12:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12/1
Jon RA. Change

Florida Department of State, Sandra B. Mortham, Secretary of State

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

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 Tennessee 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: TPI-WEST PALM INC.

2. The mailing address of the corporation is: 1727 Elm Hill Pike, Att: Tax Dept.

Nashville, TN. 37210

3. Date of incorporation/qualification: 7/9/93 Document number: F93000003173

4. The name and address of the current registered agent and office:

C T CORPORATION SYSTEM

1200 S. Pine Island Rd.

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. 32301-2607

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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.

Robert J. Ames
(Signature of an officer, chairman or vice chairman of the board)

17 Nov 97
(Date)

ROBERT J. AMES Vice Pres & Sec'y
(Printed or typed name and title)

(Date)

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.

Lisa Williams
(Signature of Registered Agent)

11/25/97
(Date)

If signing on behalf of an entity:

Lisa Williams
(Typed or Printed Name)

Assistant Secretary
(Capacity)