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C T CORPORATION SYSTEM
Requestor's Name
1311 Executive Center Drive, ste. 200
Address
Tallahassee, FL 32301 (904) 656-8298
City State Zip Phone

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DIVISION OF CORPORATIONS

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CORPORATION(S) NAME

Arby's Restaurant Development Corporation

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(X) Profit
( ) NonProfit
( ) Amendment
( ) Merger

(X) Foreign
( ) Dissolution/Withdrawal
( ) Mark

( ) Limited Partnership
( ) Reinstatement
( ) Annual Report
( ) Reservation
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CR2E031 (1-89)

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. ARBY'S RESTAURANT DEVELOPMENT CORPORATION
(Name of corporation: the word "INCORPORATED," "COMPANY," or "CORPORATION" or words or abbreviations of like import in language, as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Delaware
(State or country under the law of which it is incorporated)

3. February 13, 1995
(Date of Incorporation)

4. Perpetual
(Duration)

5. 65-055-8050
(Federal Employer Identification number, if applicable)

6. Upon qualification
(Date first transacted business in Florida. See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 1000 Corporate Drive, Fort Lauderdale, Fla. 33334
(Current mailing address)

8. Buy or build, own, finance and lease restaurants
(Brief description of the nature of the business in which it is engaged in the state of Florida)

9. Names and addresses of officers and or directors:

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A. Directors:

Chairman: See Attached List
Address:

Vice Chairman:
Address:

Director:
Address:

Director:
Address:

9. Officers:

President: See Attached List

Address: ____

Vice President: ____

Address: ____

Secretary: ____

Address: ____

Treasurer: ____

Address: ____

(If needed, you may attach an addendum to the application listing additional officers and/or directors.)

10. Name and Street address of Florida registered agent:

Name: C T CORPORATION SYSTEM

Office Address: c/o C T Corporation System, 1200 South Pine Island Road

Plantation, Florida 33324

Zip Code

11. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I futher 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 obligations of my position as registered agent.

SECRETARY OF STATE DIVISION OF CORPORATIONS APR - 7

Registered agent's signature: C T CORPORATION SYSTEM Timothy E. Carlson

TIMOTHY E. CARLSON (Officer)
ASSISTANT SECRETARY
(Type Name and Title of Officer)

12. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

13. Mary C Wade
(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application)

14. Mary C. Wade, Assistant Secretary
(Name and capacity of person signing application)

(FLA. – 2189)

ARBY'S RESTAURANT DEVELOPMENT CORPORATION

Directors:

John L. Cohlan
Joseph A. Levato
Donald L. Pierce
Brian L. Schorr

Name	Office	Address
Donald L. Pierce	President	(1)
Joseph A. Levato	Executive Vice President and Chief Financial Officer	(2)
Robert E. Briggs	Senior Vice President	(1)
John L. Cohlan	Senior Vice President - Corporate Development	(2)
Richard D'Angelo	Senior Vice President - Finance	(1)
Curtis S. Gimson	Senior Vice President	(1)
Joseph E. Langteau	Senior Vice President - Operations	(1)
Francis T. McCarron	Senior Vice President - Taxes	(2)
John B. Sivertsen	Senior Vice President and General Counsel; and Assistant Secretary	(1)
Stuart I. Rosen	Vice President and Secretary	(2)
Thomas E. Shultz	Vice President and Treasurer	(2)
Robert J. Crowe	Assistant Vice President - Taxes	(2)
Janis Arthur	Assistant Treasurer	(1)
Irene B. Fisher	Assistant Secretary	(1)
Mary C. Wade	Assistant Secretary	(1)

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(1) 1000 Corporate Drive, Ft. Lauderdale, Florida 33334
(2) 900 Third Avenue, New York, NY 10022

State of Delaware

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ARBY'S RESTAURANT DEVELOPMENT CORPORATION" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRD DAY OF APRIL, A.D. 1995.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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Edward J. Freel, Secretary of State

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AUTHENTICATION: 7459709

DATE: 04-03-95