

Document Number Or
9500002035

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

300001465313
-04/26/95--01052--035
*****70.00 *****70.00

CORPORATION(S) NAME

Hibys Restaurant Operations Company

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 NonProfit
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 Dissolution/Withdrawal
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4-26-95*

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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
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 Operations Company
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "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 3. 65-0558054
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 4/6/95 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502 and 817.1506))
7. 1000 Corporate Drive
Fort Lauderdale, Fl. 33334
(Current mailing address)
8. To lease and operate Arby's Restaurants
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

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9. 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)

10. Registered agent 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 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 obligations of my position as registered agent.

C T CORPORATION SYSTEM


(Registered agent's signature) (Officer)
TIMOTHY E. CARLSON
ASSISTANT SECRETARY

(Type Name and Title of Officer)

11. 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.

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: See Attached List

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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B. OFFICERS

President: See Attached List

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Mary C Wade
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Mary C. Wade, Assistant Secretary
(Typed or printed name and capacity of person signing application)

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ARBY'S RESTAURANT OPERATIONS COMPANY

Directors:

John L. Cohan	(1)
Joseph A. Levato	(1)
Brian L. Schorr	(1)

Address

Officers:

<u>Name</u>	<u>Office</u>	<u>Address</u>
John L. Cohan	President	(1)
Joseph A. Levato	Executive Vice President and Chief Financial Officer	(1)
Joseph E. Langteau	Senior Vice President - Operations	(2)
John B. Sivertsen	Senior Vice President and General Counsel; and Assistant Secretary	(2)
Curtis S. Gimson	Senior Vice President - Corporate Development and Assistant Secretary	(2)
Francis T. McCarron	Senior Vice President - Taxes	(1)
Richard D'Angelo	Vice President - Finance	(1)
Jonathan P. May	Vice President - Worldwide Planning	(2)
Stuart I. Rosen	Vice President and Secretary	(1)
Thomas E. Shultz	Vice President and Treasurer	(1)
Rene Boer	Regional Vice President - Northern Region	(2)
Steve Eddy	Regional Vice President - Central Region	(2)
Jim Reddin	Regional Vice President - Western Region	(2)
Roland Smith	Regional Vice President - Southern Region	(2)
Robert J. Crowe	Assistant Vice President - Taxes	(1)
Janis Arthur	Assistant Treasurer	(2)
Irene B. Fisher	Assistant Secretary	(1)
Christine C. Marshall	Assistant Secretary	(2)
Mary C. Wade	Assistant Secretary	(1)

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(1) 900 Third Avenue, New York, NY 10022
 (2) 1000 Corporate Drive, Ft. Lauderdale, Florida 33334
 (1st7d&o\arby's.roc)

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ARBY'S RESTAURANT OPERATIONS COMPANY" 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 TWENTY-FOURTH DAY OF APRIL, A.D. 1995.

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

95 APR 26 PM 2:02
SECRETARY OF STATE
DIVISION OF CORPORATIONS



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

DATE:

7482356

04-24-95