

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

**FILED**  
**Mar 26 1998 8:00am**  
**Secretary of State**

PROFIT CORPORATION ANNUAL REPORT <b>1998</b>		FLORIDA DEPARTMENT OF STATE <b>Sandra B. Mortham</b> Secretary of State DIVISION OF CORPORATIONS
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**DOCUMENT # F97000003350 (2)**

1. Corporation Name  
**PETER PIPER, INC.**



Principal Place of Business <b>2036 EAST CAMELBACK RD                  PHOENIX AZ 85016</b>	Mailing Address <b>2036 EAST CAMELBACK RD                  PHOENIX AZ 85016</b>
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified <b>06/26/1997</b>	
21 Suite, Apt. #, etc.	22 City & State	26 Suite, Apt. #, etc.	27 City & State	4. FEI Number <b>86-0313407</b>	Applied For Not Applicable
23 Zip	24 Country	28 Zip	29 Country	5. Certificate of Status Desired <input type="checkbox"/>	<b>\$8.75</b> Additional Fee Required
9. Name and Address of Current Registered Agent				10. Name and Address of New Registered Agent	

**CT CORPORATION SYSTEM  
 1200 SO PINE ISLAND RD  
 PLANTATION FL 33324**

81 Name	85 Zip Code
82 Street Address (P.O. Box Number is Not Acceptable)	
83	
84 City	<b>FL</b>

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 \_\_\_\_\_ (NOTE: Registered Agent signature required when reinstating) DATE \_\_\_\_\_

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	<b>D</b> <input type="checkbox"/> DELETE	1.1 TITLE	<b>DIRECTOR</b> <input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>HUNCKLER, WILLIAM J III</b>	1.2 NAME	<b>SELATI, ROBIN</b>
STREET ADDRESS	<b>THREE FIRST NATIONAL PLAZA STE 1330</b>	1.3 STREET ADDRESS	<b>THREE FIRST NATIONAL PLAZA # 1330</b>
CITY-ST-ZIP	<b>CHICAGO IL 60602</b>	1.4 CITY-ST-ZIP	<b>CHICAGO, IL 60602</b>
TITLE	<b>D</b> <input type="checkbox"/> DELETE	2.1 TITLE	<b>DIRECTOR</b> <input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>LAMBERT, HENRY A</b>	2.2 NAME	<b>FRED D. STEINIGER</b>
STREET ADDRESS	<b>55 EAST 52ND ST</b>	2.3 STREET ADDRESS	<b>6049 E. GRANT ROAD</b>
CITY-ST-ZIP	<b>NEW YORK NY 10055</b>	2.4 CITY-ST-ZIP	<b>TUCSON AZ 85712</b>
TITLE	<b>CPD</b> <input type="checkbox"/> DELETE	3.1 TITLE	<b>DIRECTOR</b> <input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>PETTY, C R</b>	3.2 NAME	<b>R. MICHAEL WELBORN</b>
STREET ADDRESS	<b>2036 EAST CAMELBACK RD</b>	3.3 STREET ADDRESS	<b>201 N. CENTRAL AVE 35th FLOOR</b>
CITY-ST-ZIP	<b>PHOENIX AZ 85016</b>	3.4 CITY-ST-ZIP	<b>PHOENIX AZ 85004</b>
TITLE	<b>D</b> <input type="checkbox"/> DELETE	4.1 TITLE	<b>V.P. MARKETING</b> <input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>RUBIN, DANIEL E</b>	4.2 NAME	<b>ROBERT SELBY</b>
STREET ADDRESS	<b>2701 EAST CAMELBACK RD</b>	4.3 STREET ADDRESS	<b>2036 E. CAMELBACK RD</b>
CITY-ST-ZIP	<b>PHOENIX AZ 85016</b>	4.4 CITY-ST-ZIP	<b>PHOENIX AZ 85016</b>
TITLE	<b>VS</b> <input type="checkbox"/> DELETE	5.1 TITLE	<b>V.P. FRANCHISE + DEVELOP.</b> <input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	<b>GORDON, DON</b>	5.2 NAME	<b>JAMES G. SMITH</b>
STREET ADDRESS	<b>2036 EAST CAMELBACK RD</b>	5.3 STREET ADDRESS	<b>2036 E. CAMELBACK RD</b>
CITY-ST-ZIP	<b>PHOENIX AZ</b>	5.4 CITY-ST-ZIP	<b>PHOENIX AZ 85016</b>
TITLE	<b>S</b> <input type="checkbox"/> DELETE	6.1 TITLE	
NAME	<b>SIMON, R N</b>	6.2 NAME	
STREET ADDRESS	<b>6049 EAST GRANT RD</b>	6.3 STREET ADDRESS	
CITY-ST-ZIP	<b>TUCSON AZ 85712</b>	6.4 CITY-ST-ZIP	

14. I 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: \_\_\_\_\_ DATE: **3/9/98** (602) 912-5112

CR2E034 (10/97)

**Peter Piper, Inc.**  
2036 E. Camelback Rd.  
Phoenix, AZ 85016  
(602) 995-1975

**BOARD OF DIRECTORS**

**William J. Hunckler, III**  
Madison Dearborn Partners  
Three First Nat'l Plaza #3800  
Chicago, IL 60602  
(312) 895-1300  
(312) 895-1306 Fax

**Henry A. Lambert (Asst. Diane)**  
Reliance Development Group, Inc.  
Park Avenue Plaza  
55 E. 52nd St.  
New York, NY 10055  
(212) 909-1310  
(212) 909-1154 Fax  
(212) 861-4349 Fax Home

**C. Ronald Petty**  
Peter Piper, Inc.  
2036 E. Camelback Rd.  
Phoenix, AZ 85016  
(602) 995-1975  
(602) 553-0902

**Daniel E. Rubin**  
The Rubin Companies  
2701 E. Camelback Rd. #301  
Phoenix, AZ 85016  
(602) 468-3120  
(602) 468-3117 Fax

**Robin P. Selati (Tori/1305)**  
Madison Dearborn Partners  
Three First Nat'l Plaza #3800  
Chicago, IL 60602  
(312) 895-1320  
(312) 895-1306 Fax

**Neil R. Simon**  
4110 N. Camino Ferreo  
Tucson, AZ 85715  
(520) 299-8953  
(520) 529-1744 Fax

**Fred D. Steiniger**  
The Venture West Group, Inc.  
6049 E. Grant Rd.  
Tucson, AZ 85712  
(520) 722-9292  
(520) 722-1166 Fax

**R. Michael Welborn**  
Bank One  
201 N. Central Ave. 35th Fl.  
Phoenix, AZ 85004  
(602) 221-1322  
(602) 221-2684 Fax - work

**Other Shareholders**

**Benjamin V. Lambert (Asst./Susan)**  
Eastdil Realty  
40 W. 57th St. 21st Fl.  
New York, NY 10019  
(212) 315-7250  
(212) 315-3602 Fax

**Joseph R. Pedersen**  
(Fridays)  
5120 Shiloh Dr. NE  
Belmont, MI 49306  
616-874-4098  
616-874-4199 Fax

(M-T)  
Scholotzsky's Deli  
4005 Plainfield Dr. NE  
Grand Rapids, MI 49505  
616-365-1050  
616-365-1056 Fax

**Lawrence B. Rodman**  
Morrison Cohen Singer & Weinstein, LLP  
750 Lexington Ave.  
New York, NY 10022  
(212) 735-8600 Main  
(212) 735-8787 Larry's Direct  
(212) 735-8708 Fax

**Dr. John S. Rodman**  
19 E. 72nd St.  
New York, NY 10021  
212-752-3043  
212-888-1435 Fax

**Henry and Barbara Rubin**  
5433 N. Ft. Yuma Trail  
Tucson, AZ 85715  
(520) 299-4123

**Robert R. Selby**  
10883 E. Tierra Dr.  
Scottsdale, AZ 85259  
602-661-6088

**OFFICERS**

C. Ronald Petty	Chairman/President/CEO
James G. Smith	Vice President of Franchise & Development
Frank B. Sbordone, Jr.	Vice President and Chief Financial Officer
Robert R. Selby	Vice President of Marketing
Ronald L. Stilwell	Vice President of Entertainment
Don Gordon	Vice President of Construction/Assistant Secretary

**CORPORATE COUNSEL**

**Lawrence B. Rodman**  
Morrison Cohen Singer & Weinstein, LLP  
750 Lexington Ave.  
New York, NY 10022  
(212) 735-8600 Main  
(212) 735-8787 Larry's Direct  
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