



P08227

ACCOUNT NO. : 072100000032

REFERENCE : 586112 4319281

AUTHORIZATION :

COST LIMIT : \$ 35.00

Patricia Pizzuti

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 NOV -5 PM 2:26

FILED

ORDER DATE : October 31, 1997

ORDER TIME : 10:59 AM

ORDER NO. : 586112-040

CUSTOMER NO: 4319281

CUSTOMER: Melanie Spellens, Legal Asst
Sizzler International, Inc.
12655 West Jefferson Boulevard

100002306601--4

withdrawal

Los Angeles, CA 90066

FOREIGN FILINGS

NAME: SIZZLER USA RESTAURANTS, INC.

RECEIVED
97 NOV -5 AM 11:25
DIVISION OF CORPORATION

XX PROFIT
 NON-PROFIT

XX CORPORATE
 LIMITED PARTNERSHIP

XXXX WITHDRAWAL/CANCELLATION

PLEASE RETURN THE FOLLOWING AS

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stephanie Stscherban

Name	
PROOF OF FILING:	11/6/97
Document Examiner	<i>ROU</i>
Update Verifier	<i>ROU</i>
Acknowledge Return	<i>ROU</i>
W.P. Verifier	<i>ROU</i>

**APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL
OF AUTHORITY TO TRANSACT BUSINESS OR CONDUCT AFFAIRS
IN FLORIDA**

Sizzler USA Restaurants, Inc.

(Name of Corporation)

Delaware

(Incorporated Under Laws Of)

FILED
97 NOV -5 PM 2:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This corporation is no longer transacting business or conducting affairs in the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.

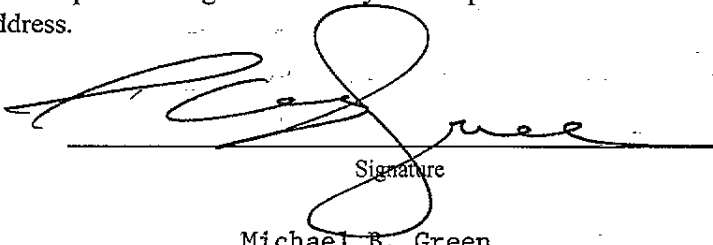
12655 West Jefferson Boulevard, Los Angeles, California 90066.

(Mailing Address)

Los Angeles, CA 90066

(City/State/Zip)

The corporation agrees to notify the Department of State in the future of any change in its mailing address.



Signature

Michael B. Green

Typed or printed name

VP & Secretary

Title

October 24, 1997

Date