

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

FILED
May 13 1998 8:00am
Secretary of State

| PROFIT CORPORATION ANNUAL REPORT 1998 | | FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS | |
|---|---|--|---|
| DOCUMENT # P11689 1. Corporation Name PERKINS MANAGEMENT COMPANY, INC. | | | |
| Principal Place of Business 6075 POPLAR AVE, STE 800 MEMPHIS, TN 38119 | | Mailing Address SAME | |
| DO NOT WRITE IN THIS SPACE | | | |
| 2. Principal Place of Business 21 Suite, Apt. #, etc. 22 City & State 23 Zip Country | | 2a. Mailing Address 26 Suite, Apt. #, etc. 27 City & State 28 Zip Country | |
| 3. Date Incorporated or Qualified 10/06/1986 | | 4. FEI Number 62-1283096 | |
| 5. Certificate of Status Desired <input type="checkbox"/> | | Applied For Not Applicable | |
| 6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> | | \$8.75 Additional Fee Required \$5.00 May Be Added to Fees | |
| 8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input type="checkbox"/> No | | | |
| 9. Name and Address of Current Registered Agent CT CORPORATION SYSTEM 1200 S. PINE ISLAND RD PLANTATION, FL 33324 | | 10. Name and Address of New Registered Agent 81 Name 82 Street Address (P.O. Box Number is Not Acceptable) 83 84 City FL 85 Zip Code | |
| 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: Signature, typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating) DATE | | | |
| 12. OFFICERS AND DIRECTORS | | 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 | |
| TITLE NAME STREET ADDRESS CITY - ST - ZIP | <input type="checkbox"/> DELETE SEE ATTACHED | 1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY - ST - ZIP | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| TITLE NAME STREET ADDRESS CITY - ST - ZIP | <input type="checkbox"/> DELETE | 2.1 TITLE 2.2 NAME 2.3 STREET ADDRESS 2.4 CITY - ST - ZIP | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| TITLE NAME STREET ADDRESS CITY - ST - ZIP | <input type="checkbox"/> DELETE | 3.1 TITLE 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY - ST - ZIP | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| TITLE NAME STREET ADDRESS CITY - ST - ZIP | <input type="checkbox"/> DELETE | 4.1 TITLE 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY - ST - ZIP | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| TITLE NAME STREET ADDRESS CITY - ST - ZIP | <input type="checkbox"/> DELETE | 5.1 TITLE 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY - ST - ZIP | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| TITLE NAME STREET ADDRESS CITY - ST - ZIP | <input type="checkbox"/> DELETE | 6.1 TITLE 6.2 NAME 6.3 STREET ADDRESS 6.4 CITY - ST - ZIP | <input type="checkbox"/> Change <input type="checkbox"/> Addition |
| 14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(l), 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: MICHAEL P. DONAHUE | | 4/28/98 90766-6480 | |
| SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR | | Date Daytime Phone # | |

CR2E034 (10/97)

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17-Mar-98

Perkins Family Restaurants, L.P. FEIN 62-1283091
Officer Listing for:
PERKINS MANAGEMENT COMPANY, INC.
General Partner

Directors

Donald N. Smith
517-40-8296

6075 Poplar Ave., Suite 800
Memphis, TN 38119

Charles A. Ledsinger, Jr.
412-78-1892

185 Prudential Drive, Suite 400
Du Pont Center
Jacksonville, FL 32207

Steven L. Ezze
041-38-2889

115 East Putnam Avenue
Greenwich, CT 06830

Lee N. Abrams
360-28-0553

190 South LaSalle Street
Chicago, IL 60603

D. Michael Meeks
414-84-2857

8449 Lansingwood Cove
Germantown, TN 38139

Charles L. Atwood
587-22-8890

1023 Cherry Road
Memphis, TN 38117

Officers

Donald N. Smith
517-40-8296

Chairman and CEO

6075 Poplar Ave., Suite 800
Memphis, TN 38119

Richard K. Arras
474-62-6831

President and COO

6075 Poplar Ave., Suite 800
Memphis, TN 38119

Steve McClellan
457-13-6831

Chief Financial Officer

6075 Poplar Ave., Suite 800
Memphis, TN 38119

Michael P. Donahoe
438-76-2439

Vice President, Accounting
and Controller

6075 Poplar Ave., Suite 800
Memphis, TN 38119

Donald F. Wiseman
413-72-3795

Vice President, General
Counsel and Secretary

6075 Poplar Ave., Suite 800
Memphis, TN 38119

Michael D. Kelly
376-46-3092

Executive Vice President,
Marketing

6075 Poplar Ave., Suite 800
Memphis, TN 38119

Jack W. Willingham
547-66-0759

Executive Vice President,
Restaurant Development

6075 Poplar Ave., Suite 800
Memphis, TN 38119

William S. Forglone
029-44-3035

Vice President, Human
Resources

6075 Poplar Ave., Suite 800
Memphis, TN 38119

Clyde J. Harrington
240-04-0334

Vice President, Operations
Services

6075 Poplar Ave., Suite 800
Memphis, TN 38119

Patrick W. Orrt
217-50-6281

Division Vice President of
Operations, Eastern Division

6075 Poplar Ave., Suite 800
Memphis, TN 38119

Steven J. Pahl
388-86-4155

Division Vice President of
Operations, Western Division

6075 Poplar Ave., Suite 800
Memphis, TN 38119

James F. Barrasso
409-88-6898

Vice President,
Foodservice Development

6075 Poplar Ave., Suite 800
Memphis, TN 38119

Robert J. Winters
136-46-4707

Vice President,
Franchise Development

6075 Poplar Ave., Suite 800
Memphis, TN 38119

Anthony C. Seta
302-44-2295

Vice President,
Research and Development

6075 Poplar Ave., Suite 800
Memphis, TN 38119

G. Andrew Whiteley
500-74-4554

Assistant Secretary

6075 Poplar Ave., Suite 800
Memphis, TN 38119

Laurie G. Golden
414-21-8385

Assistant Secretary

6075 Poplar Ave., Suite 800
Memphis, TN 38119