



THE UNITED STATES  
CORPORATION  
COMPANY

P18459

ACCOUNT NO. : 072100000032

REFERENCE : 648028 4370256

AUTHORIZATION :

Patricia Pizot

COST LIMIT : \$ 35.00

ORDER DATE : December 23, 1997

ORDER TIME : 10:13 AM

ORDER NO. : 648028-055

8000002387018--3

CUSTOMER NO: 4370256

CUSTOMER: Cheree Sotolongo, Legal Asst  
Metromedia Steakhouses  
12404 Park Central Drive

Dallas, TX 752511899

FOREIGN FILINGS

NAME: RIBBY'S RESTAURANTS, INC.

XX PROFIT  
       NON-PROFIT

XX CORPORATE  
       LIMITED PARTNERSHIP

XXXX WITHDRAWAL/CANCELLATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

FILED  
97 DEC 31 PM 1:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

U DS  
2/3/98

RECORDS SECTION  
97 DEC 31 PM 11:32  
DIVISION OF SOLE CHAIRMAN

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

RIBBY'S RESTAURANTS, INC.

(Name of Corporation)

DELAWARE

(Incorporated Under Laws Of)

This corporation is no longer transacting business or conducting affairs within 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.

12404 PARK CENTRAL DRIVE

(Mailing Address)

DALLAS, TEXAS 75251-1899

(City/State/Zip)

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

X Todd M. Watson

VICE PRESIDENT

Signature

Title

TODD M. WATSON

Typed or printed name

12/22/97

Date

FILED  
97 DEC 31 PM 4:00  
TALLAHASSEE  
SECRETARY OF STATE