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FILED
Mar 24 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # **P28494** (3)
1. Corporation Name
DENNY'S REALTY, INC.



Principal Place of Business 203 E. MAIN STREET P.O. BOX 3800 SPARTANBURG SC 29319 US	Mailing Address 203 E. MAIN STREET P.O. BOX 3800 SPARTANBURG SC 29319 US
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business 21 203 E. Main St. Suite, Apt. #, etc 22 City & State 23 Spartanburg, SC Zip 24 29319 Country 25 US	2a. Mailing Address 26 203 E. Main St. Suite, Apt. #, etc 27 P-11-1 City & State 28 Spartanburg, SC Zip 29 29319 Country 30 US
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3. Date Incorporated or Qualified 03/13/1990	Applied For Not Applicable
4. FEI Number 93-1018443	
5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$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

**C T CORPORATION SYSTEM
1200 PINE ISLAND ROAD
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

TITLE	D	<input type="checkbox"/> DELETE
NAME	HAMERICK, GRANT L	
STREET ADDRESS	203 E. MAIN STREET	
CITY-ST-ZIP	SPARTANBURG SC	
TITLE	P	<input type="checkbox"/> DELETE
NAME	CAMPBELL, C. R	
STREET ADDRESS	203 E. MAIN ST	
CITY-ST-ZIP	SPARTANBURG SC	
TITLE	VPAS	<input type="checkbox"/> DELETE
NAME	BARRETT, ROBERT M	
STREET ADDRESS	203 E. MAIN STREET	
CITY-ST-ZIP	SPARTANBURG SC	
TITLE	VPAS	<input type="checkbox"/> DELETE
NAME	NELL, ROSS B	
STREET ADDRESS	203 E. MAIN ST	
CITY-ST-ZIP	SPARTANBURG SC	
TITLE	VPT	<input type="checkbox"/> DELETE
NAME	HUTCHISON, RONALD B	
STREET ADDRESS	203 EAST MAIN ST	
CITY-ST-ZIP	SPARTANBURG SC	
TITLE	VPS	<input type="checkbox"/> DELETE
NAME	PARISH, RHONDA J.	
STREET ADDRESS	203 E. MAIN STREET	
CITY-ST-ZIP	SPARTANBURG SC	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	Grant L. Hamrick
1.3 STREET ADDRESS	
1.4 CITY-ST-ZIP	29319
2.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME	
2.3 STREET ADDRESS	
2.4 CITY-ST-ZIP	
3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	
3.3 STREET ADDRESS	
3.4 CITY-ST-ZIP	
4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME	
4.3 STREET ADDRESS	
4.4 CITY-ST-ZIP	
5.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
5.2 NAME	VPTD
5.3 STREET ADDRESS	
5.4 CITY-ST-ZIP	
6.1 TITLE	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
6.2 NAME	D VPS
6.3 STREET ADDRESS	
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.

CR2E034 (10/97)

Directors, Officers Report

DENNY'S REALTY, INC. Wednesday, March 18, 1998

DIRECTORS

*GRANT L. HAMRICK	Director
RONALD B. HUTCHISON	Director
RHONDA J. PARISH	Director

OFFICERS

C. ROBERT CAMPBELL	President
RHONDA J. PARISH	Executive Vice President, General Counsel and Secretary
CHARLES E. BROWN	Senior Vice President and Chief Financial Officer
ROBERT M. BARRETT	Vice President, Assistant General Counsel and Assistant Secretary
RONALD B. HUTCHISON	Vice President and Treasurer
JAMES W. LYONS	Vice President, Franchising and Development
ROSS B. NELL	Vice President, Tax and Assistant Secretary
**SHAKEEL H. RIZVI	Vice President, Operations (West Division)
J. SCOTT MELTON	Assistant General Counsel and Assistant Secretary
* GRANT L. HAMRICK	Assistant Secretary
JEFFREY M. RHINES	Assistant Secretary
FREDERICK F. SIMMONS	Assistant Secretary
KENNETH E. JONES	Assistant Treasurer

All officers are located at 203 East Main Street, Spartanburg, SC 29319, except

* He is located at 128 S. Tryon Street, Suite 2200, Charlotte, NC28202.

** He is located at 3333 Michelson Drive, Suite 550, Irvine, CA 92612.