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Direct Dial: (407) 418-6203
E-mail: gail.andre@lowndes-law.com

August 16, 2000

CERTIFIED MAIL 7099 3220 0009 4404 0205
RETURN RECEIPT REQUESTED

Florida Department of State
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314-6327

500003365085--9
-08/21/00--01014--001
*****35.00 *****35.00

**Re: Florida Restaurant Group, Inc.
Charter No. P31672**

Dear Madam or Sir:

Enclosed herewith for filing is a Resignation of Registered Agent for the above-referenced corporation, together with our law firm's check in the amount of \$35.00, representing the filing fee. Kindly acknowledge the filing on the enclosed copy of our transmittal letter and return it to the undersigned in the self-addressed postage paid envelope enclosed for your convenience.

Thank you for your assistance in this matter.

Very truly yours,

Gail S. André

Gail S. André
Legal Assistant to
Thomas E. Francis

RA Rec
8-30-00
WFS

GSA
Enclosures
099998/10901/325226

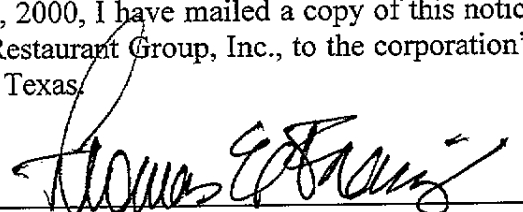
c: Thomas E. Francis, Esquire

FILED
00 AUG 18 AM 11:48
TALLAHASSEE, FLORIDA

RESIGNATION OF REGISTERED AGENT

I, THOMAS E. FRANCIS, hereby resign as Registered Agent of FLORIDA RESTAURANT GROUP, INC., Charter No. P31672, whose last registered office is located at 215 North Eola Drive, Orlando, Florida 32801, said resignation to be effective seven (7) days from the date hereof.

I hereby certify that on this 9th day of August, 2000, I have mailed a copy of this notice by certified mail, return receipt requested to Florida Restaurant Group, Inc., to the corporation's principal address at 3131 McKinney, Ste. 200, Dallas, Texas.

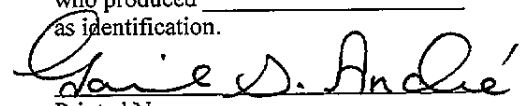

Thomas E. Francis

STATE OF FLORIDA
COUNTY OF ORANGE

Sworn to and subscribed before me
this 9th day of August, 2000
by Thomas E. Francis
who is personally known to me or
who produced _____
as identification.



Gail S. Andre'
MY COMMISSION # CC733837 EXPIRES
April 14, 2002
BONDED THRU TROY FAIR INSURANCE, INC.


Printed Name: _____
Notary Public, State of Florida
Commission Number: _____
My Commission Expires: _____

FILED
00 AUG 18 AM 11:48
TALLAHASSEE, FLORIDA