



Checkers Drive-In Restaurants, Inc.

14255 49TH STREET NORTH, BUILDING 1 • CLEARWATER, FLORIDA 33762
PHONE: (727) 519-2000 • FAX: (727) 519-2001



P 32812

September 2, 1999

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Florida Department of State
Katherine Harris, Secretary
Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

RE: Checkers Drive-In Restaurants, Inc.
FEIN: 58-1654960

Rally's Hamburgers, Inc.
FEIN: 62-1210077

Dear Sir or Madam:

Effective August 9, 1999, Rally's Hamburgers, Inc. merged into Checkers Drive-In Restaurants, Inc. in a tax-free merger pursuant to IRS Code Section 368(c). Checkers Drive-In Restaurants, Inc. is the surviving corporation and federal identification number.

All Rally's Hamburgers, Inc. accounts should be closed as of August 9, 1999. Checkers Drive-In Restaurants, Inc. will be the reporting entity. Please find the enclosed Corporate Withdrawal Form. Also enclosed is an updated officers' list and the \$35 filing fee.

Please direct any questions you have regarding the merger to Darlene Toney, Tax Director, at (727) 519-2081 or myself at (727) 519-2114.

Sincerely,

Heather L. Cook
Tax Accountant

Enclosures

WHL
10-5-99
BMS

DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

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FILED

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

Rally's Hamburgers, Inc.
(Name of Corporation)

Delaware FEIN 62-1210077
(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.

14255 49th Street N., Bld. 1
(Mailing Address)

Clearwater, Florida 33762
(City/ State /Zip)

99 SEP 27 PM 12:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

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

Wendy A. Beck Treasurer/VP-Finance
Signature of the chairman or vice chairman of the board, Title
president, or any officer.

Wendy A. Beck ✓ 9/23/99
Typed or printed name Date