

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

**FILED**  
**Apr 17 1997 8:00am**  
**Secretary of State**

PROFIT CORPORATION ANNUAL REPORT 1997



FLORIDA DEPARTMENT OF STATE  
**Sandra B. Mortham**  
 Secretary of State  
 DIVISION OF CORPORATIONS

**DOCUMENT # P33320 (3)**  
 1. Corporation Name  
**FAZOLI'S SYSTEMS, INC.**



Principal Place of Business: **2470 PALUMBO DR. LEXINGTON KY 40509**  
 Mailing Address: **P.O. BOX 321 LEXINGTON KY 40584-0321**

|  |  |  |  |
|--|--|--|--|
| 3. Date Incorporated or Qualified<br><b>03/26/1991</b>   |  | 3a. Date of Last Report<br><b>04/02/1996</b> |  |
| 4. FEI Number<br><b>61-1202178</b>   |  | Applied For<br>Not Applicable                |  |
| 5. Certificate of Status Desired <input type="checkbox"/>  |  | <b>\$8.75 Additional Fee Required</b>        |  |
| 6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>  |  | <b>\$5.00 May Be Added to Fees</b>           |  |
| 8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input type="checkbox"/> No |  |  |  |

|  |  |   |  |  |  |                       |  |
|--|--|---|--|--|--|-----------------------|--|
| 9. Name and Address of Current Registered Agent<br><b>CT CORPORATION SYSTEM<br/>1200 S. PINE ISLAND ROAD<br/>PLANTATION FL 33324</b> |  |   |  | 10. Name and Address of New Registered Agent |  |                       |  |
| 81 Name  |  | 82 Street Address (P.O. Box Number is Not Acceptable) |  | 83   |  | 84 City               |  |
|  |  |   |  |  |  | <b>FL</b> 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 \_\_\_\_\_ (NOTE: Registered Agent signature required when reinstating) DATE \_\_\_\_\_

| 12. OFFICERS AND DIRECTORS |  | 13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12 |  |
|----------------------------|--|---|--|
| TITLE                      | <input type="checkbox"/> DELETE            | 1.1 TITLE   | <input type="checkbox"/> Change <input type="checkbox"/> Addition            |
| NAME                       | <b>PD TOYODA, KUNIHIDE</b>                 | 1.2 NAME  |  |
| STREET ADDRESS             | <b>2470 PALUMBO DR.</b>                    | 1.3 STREET ADDRESS                                    |  |
| CITY - ST - ZIP            | <b>LEXINGTON KY</b>                        | 1.4 CITY - ST - ZIP                                   |  |
| TITLE                      | <input type="checkbox"/> DELETE            | 2.1 TITLE   | <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition |
| NAME                       | <b>D KOMAI, TERUO</b>                      | 2.2 NAME  |  |
| STREET ADDRESS             | <b>6-24 NAKATSU, 1-CHOMEKITA</b>           | 2.3 STREET ADDRESS                                    | <b>1-33 Toyotsu-cho, Suita-shi</b>   |
| CITY - ST - ZIP            | <b>OSAKA, JAPAN</b>                        | 2.4 CITY - ST - ZIP                                   | <b>Osaka 564, Japan</b>  |
| TITLE                      | <input type="checkbox"/> DELETE            | 3.1 TITLE   | <input type="checkbox"/> Change <input type="checkbox"/> Addition            |
| NAME                       | <b>S MULLINAX, RACHAEL D</b>               | 3.2 NAME  |  |
| STREET ADDRESS             | <b>2470 PALUMBO DR</b>                     | 3.3 STREET ADDRESS                                    |  |
| CITY - ST - ZIP            | <b>LEXINGTON KY 40509</b>                  | 3.4 CITY - ST - ZIP                                   |  |
| TITLE                      | <input type="checkbox"/> DELETE            | 4.1 TITLE   | <input type="checkbox"/> Change <input type="checkbox"/> Addition            |
| NAME                       | <b>T GAINES, LISA B</b>                    | 4.2 NAME  |  |
| STREET ADDRESS             | <b>2470 PALUMBO DR</b>                     | 4.3 STREET ADDRESS                                    |  |
| CITY - ST - ZIP            | <b>LEXINGTON KY</b>                        | 4.4 CITY - ST - ZIP                                   |  |
| TITLE                      | <input checked="" type="checkbox"/> DELETE | 5.1 TITLE   | <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition |
| NAME                       | <b>VCFO KOCH, JAMES F</b>                  | 5.2 NAME  | <b>Vice President, Finance</b>   |
| STREET ADDRESS             | <b>2470 PALUMBO DR</b>                     | 5.3 STREET ADDRESS                                    | <b>David Smith</b>   |
| CITY - ST - ZIP            | <b>LEXINGTON KY</b>                        | 5.4 CITY - ST - ZIP                                   | <b>2470 Palumbo Drive</b>  |
| TITLE                      | <input type="checkbox"/> DELETE            | 6.1 TITLE   | <input type="checkbox"/> Change <input type="checkbox"/> Addition            |
| NAME                       | <b>V DOYLE, GORDON R</b>                   | 6.2 NAME  |  |
| STREET ADDRESS             | <b>2470 PALUMBO DR</b>                     | 6.3 STREET ADDRESS                                    |  |
| CITY - ST - ZIP            | <b>LEXINGTON KY</b>                        | 6.4 CITY - ST - ZIP                                   |  |

14. I do 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.

SIGNATURE: *Rachael Mullinax* **Rachael Mullinax, Secretary** 3/26/97 606-268-1668  
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (9/96)