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May 11, 1999 8:00 am
Secretary of State

05-11-1999 90031 024 ***150.00

PROFIT CORPORATION
 ANNUAL REPORT
 1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
 Secretary of State
 DIVISION OF CORPORATIONS

DOCUMENT # P33432

1. Corporation Name
GOLDEN CORRAL FRANCHISING SYSTEMS, INC.



Principal Place of Business
 5151 GLENWOOD AVENUE
 RALEIGH NC 27612

Mailing Address
 5151 GLENWOOD AVENUE
 RALEIGH NC 27612

DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified

04/02/1991

2. Principal Place of Business

2a. Mailing Address

4. FEI Number

Applied For

21 Suite, Apt. #, etc.

26 Suite, Apt. #, etc.

56-1493583

Not Applicable

22 City & State

27 City & State

5. Certificate of Status Desired

\$8.75 Additional Fee Required

23 Zip

Country

28 Zip

Country

6. Election Campaign Financing Trust Fund Contribution

\$5.00 May Be Added to Fees

24

25

29

30

8. This corporation owes the current year Intangible Personal Property Tax. Yes No

9. Name and Address of Current Registered Agent

10. Name and Address of New Registered Agent

CT CORPORATION SYSTEM
 1200 S. PINE ISLAND ROAD
 PLANTATION FL 33324

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

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

TITLE PD DELETE
 NAME FOWLER, THEODORE M., JR.
 STREET ADDRESS 5151 GLENWOOD AVENUE
 CITY-ST-ZIP RALEIGH NC

1.1 TITLE Change Addition
 1.2 NAME
 1.3 STREET ADDRESS
 1.4 CITY-ST-ZIP

TITLE DVP DELETE
 NAME BELL, C LAMAR
 STREET ADDRESS 5151 GLENWOOD AVE
 CITY-ST-ZIP RALEIGH NC 27612

2.1 TITLE Change Addition
 2.2 NAME
 2.3 STREET ADDRESS
 2.4 CITY-ST-ZIP

TITLE D DELETE
 NAME BARBEE, RONALD M
 STREET ADDRESS 5151 GLENWOOD AVE
 CITY-ST-ZIP RALEIGH NC

3.1 TITLE Change Addition
 3.2 NAME
 3.3 STREET ADDRESS
 3.4 CITY-ST-ZIP

TITLE VPS DELETE
 NAME HEYWARD, ROBERT B
 STREET ADDRESS 5151 GLENWOOD AVE
 CITY-ST-ZIP RALEIGH NC

4.1 TITLE Change Addition
 4.2 NAME
 4.3 STREET ADDRESS
 4.4 CITY-ST-ZIP

TITLE T DELETE
 NAME LAVERTY, JAMES D
 STREET ADDRESS 5151 GLENWOOD AVE
 CITY-ST-ZIP RALEIGH NC

5.1 TITLE Change Addition
 5.2 NAME
 5.3 STREET ADDRESS
 5.4 CITY-ST-ZIP

TITLE VP DELETE
 NAME TATE, LARRY
 STREET ADDRESS 5151 GLENWOOD AVE
 CITY-ST-ZIP RALEIGH NC 27612

6.1 TITLE Change Addition
 6.2 NAME
 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, with all other like empowered.

SIGNATURE: *C. Lamar Bell*
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

APR 21 1999

Date

(019) 781-9310

Daytime Phone #

CR2E034 (11/98)

GOLDEN CORRAL FRANCHISING SYSTEMS, INC.

Delaware Corporation - December 6, 1985

FEID # 56-1493583

DIRECTORS

Theodore M. Fowler, Jr.
C. Lamar Bell
Ronald M. Barbee

5151 Glenwood Ave., Raleigh, NC 27612
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OFFICERS

Theodore Fowler Jr. President
Robert B. Heyward VP Legal / Secretary
Larry Tate Vice President
C. Lamar Bell VP-Finance
Peter J. Charland VP-Franch. Develop.
Robert M. McDewitt VP-Marketing
Ronald S. Marino VP-Develop.
Irwin C. Roberts VP-Div I Pres.
Thom Pannullo VP-Div II Pres.
Deborah Fratrik VP-Div III Pres.
Jon P. Lannom VP-Div IV Pres.
Lance Trenary VP-Div V Pres.
James D. Lavery Treasurer
Andrew W. Lilliston, Jr. Asst. Secretary

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