



"Everyone else is just a chicken"

May 21, 1997

Secretary of State, State of Florida
Florida Department of State
P.O. Box 6327
Tallahassee, FL 32314

Re: Change of Registered Agent

Dear Sir or Madam:

Enclosed please find a Statement of Change of Registered Office or Registered Agent or Both for Corporations for Roasters Corp. and Roasters Franchise Corp., along with a check in the amount of \$70.00 for the filing fee.

If you should have any questions, please call me.

Sincerely,

Patricia A. Costa
Manager of Franchise Administration

:pac

Enclosure

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-05/27/97--01072--019
*****70.00 *****35.00

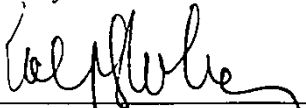
**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT
OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508 or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is: **ROASTERS FRANCHISE CORP.**
2. The mailing address of the corporation is: **899 West Cypress Creek Road, Suite 500, Fort Lauderdale, Florida 33309**
3. Date of incorporation/qualification: 5-10-93 Document number: P93000034790
4. The name and address of the current registered agent and office:
Charles D. Barnett
899 West Cypress Creek Road, Suite 500
Fort Lauderdale, FL 33309
5. The name and address of the new registered agent and office:
Ralph Slivka
899 West Cypress Creek Road, Suite 500
Fort Lauderdale, FL 33309

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

 4/29/97
(Signature of an officer, chairman or vice chairman of the board) (Date)

RALPH SLIVKA, Executive Vice President
(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and I am familiar with and accept the obligation of my position as registered agent.

 4/29/97
(Signature of Registered Agent) (Date)