

# P 980000 31512

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FILED  
98 MAY 11 PM 12:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

May 8, 1998

Department of State  
Division of Corporations  
Amendments Section  
409 East Gaines Street  
Tallahassee, FL 32399

VIA FEDERAL EXPRESS

RE: First Coast Restaurants, Inc. (the "Company")

500002519155--7  
-05/11/98--01130--013  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Dear Sir or Madam:

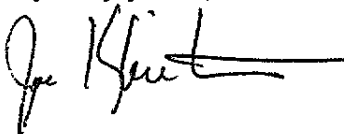
Enclosed please find the following items regarding the amendment to the Articles of Incorporation of the Company:

1. An originally executed copy of the Articles of Amendment;
2. A copy of the Articles of Amendment; and
3. A check made payable to the Department of State in the amount of \$87.50, representing the \$35.00 filing fee for the Articles of Amendment and the \$52.50 fee associated with requesting a certified copy of the amendment.

Please date stamp the copy of the Articles of Amendment included in this letter and return it to me in the self-addressed, stamped envelope. In addition, please forward me a certified copy of the amendment.

If you should have any questions or comments regarding these items, please feel free to contact me.

Very truly yours,



Josef Keglensch  
JK:cls  
Enclosures

AM  
DRE  
5/19

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF**

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First Coast Restaurants, Inc.  
(present name)

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*Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:*

**FIRST:** Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

Article Third is amended in its entirety as follows:

The purpose of said corporation shall consist only of the development, ownership, operation and maintenance of Sonic drive-in restaurants.

Article Eleventh is added to the Articles of Incorporation of the Corporation to read as follows:

The corporation shall not issue any additional shares of capital stock and no shareholder may transfer, assign or pledge any outstanding shares of capital stock of the corporation without the prior written consent of Sonic Industries, Inc.

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**SECOND:** If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

**THIRD:** The date of each amendment's adoption: May 1, 1998

**FOURTH:** Adoption of Amendment(s) (CHECK ONE)

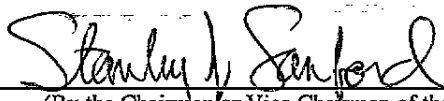
- ☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by \_\_\_\_\_,"  
voting group

- ☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 1 day of May, 19 98

Signature



(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Stanley J. Sanford

Typed or printed name

President

Title