

FORM PTO-1584

(Rev. 8-93)

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10-12-1999

HEET U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

OMB No. 0651-0011 (exp. 4/94)



Tab settings

To the Honorable Commissioner of P

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ched original documents or copy thereof.

1. Name of conveying party(ies):

Rally's Hamburgers, Inc.

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-State of Delaware, Other

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment, Security Agreement, Other, Merger, Change of Name

Execution Date: August 9, 1999

2. Name and address of receiving party(ies)

Name: Checkers Drive-In Restaurants, Inc.

Internal Address: P. O. Box 18800

Street Address: 14255 - 49th Street North, Bldg. 1 Clearwater State: FL ZIP: 33762

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State of Delaware, Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached? Yes No

4. Application number(s) or patent number(s):



10-04-1999

U.S. Patent & TMOc/TM Mail Rpt Dt. #70

Additional numbers attached? Yes No

Reg. No. 1,970,942 Reg. No. 1,952,628 Reg. No. 2,063,663 Reg. No. 1,903,963

B. Trademark Registration No.(s)

Reg. No. 1,362,660 Reg. No. 1,799,561 Reg. No. 1,577,966 Reg. No. 1,829,728 Reg. No. 1,735,052 Reg. No. 1,829,729 Reg. No. 1,795,371 Reg. No. 1,838,887 Reg. No. 1,841,056

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: J. Todd Timmerman, Esquire

Internal Address: Shumaker, Loop & Kendrick, LLP

P.O. Box 172609

Tampa, FL 33672-0609

Street Address: 101 E. Kennedy Boulevard

Suite 2800

City: Tampa State: FL ZIP: 33602

6. Total number of applications and registrations involved: 13

7. Total fee (37 CFR 3.41) \$340.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

10/06/1999 DMSUYEN 00000283 1970942

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9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

J. Todd Timmerman Name of Person Signing

Signature

9/30/99 Date

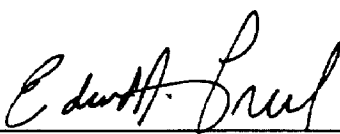
Total number of pages including cover sheet, attachments, and document: 4

Mail documents to be recorded with required cover sheet information to: Commissioner of Patents & Trademarks, Box Assignments Washington, D.C. 20231

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"RALLY'S HAMBURGERS, INC.", A DELAWARE CORPORATION,
WITH AND INTO "CHECKERS DRIVE-IN RESTAURANTS, INC." UNDER THE NAME OF "CHECKERS DRIVE-IN RESTAURANTS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE NINTH DAY OF AUGUST, A.D. 1999, AT 11:59 O'CLOCK P.M.





Edward J. Freel, Secretary of State

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AUTHENTICATION: 9969490

DATE: 09-14-99

TRADEMARK

REEL: 001973 FRAME: 0465

**STATE OF DELAWARE
CERTIFICATE OF MERGER OF
DOMESTIC CORPORATIONS**

Pursuant to Title 8, Section 251(c) of the Delaware General Corporation Law, the undersigned corporation executed the following Certificate of Merger:

FIRST: The name of the surviving corporation is Checkers Drive-In Restaurants, Inc., and the name of the corporation being merged into this surviving corporation is Rally's Hamburgers, Inc.

SECOND: The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations.

THIRD: The name of the surviving corporation is Checkers Drive-In Restaurants, Inc., a Delaware corporation.

FOURTH: The Certificate of Incorporation of the surviving corporation shall be its Certificate of Incorporation.

FIFTH: The merger is to become effective at 11:59 p.m. on August 9, 1999.

SIXTH: The Agreement of Merger is on file at Checkers Drive-In Restaurants, Inc., 14255 49th Street North, Building I, Clearwater, Florida 33762, the place of business of the surviving corporation.

SEVENTH: A copy of the Agreement of Merger will be furnished by the surviving corporation on request without cost, to any stockholder of the constituent corporations.

*STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 11:59 PM 08/09/1999
991329201 - 2272161*

IN WITNESS WHEREOF, said surviving corporation has caused this certificate to be signed by an authorized officer, the 9th day of August, A.D., 1999.

Name: *Richard A. Peabody*
Richard A. Peabody

Title: *Senior Vice President & Chief Financial Officer*
Senior Vice-President and
Chief Financial Officer