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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

FORM PTQ-1594
(Rev. 8-93)

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

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To the Honorable Commissioner of Patents

original documents or copy thereof.

1. Name of conveying party(ies):

Rally's Hamburgers, Inc.

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

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

U.S. Patent & TMO's/TM Mail Rpt Dt. #31

and address of receiving party(ies)

Checkers Drive-In Restaurants, Inc.

Name: _____

Internal Address: _____

Street Address: 14255 49th Street North, Bldg.

City: 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

3. Nature of conveyance:

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

Execution Date: August 9, 1999

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

A. Trademark Application No.(s)

75/728484

B. Trademark Registration No.(s)

Additional numbers attached? Yes No

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

Name: J. Todd Timmerman, Esq.

Internal Address: Shumaker, Loop & Kendrick, LLP
Post Office Box 172609

Tampa, FL 33672-0609

Street Address: 101 E. Kennedy Blvd.

Suite 2800

City: Tampa State: FL ZIP: 33602

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

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

DO NOT USE THIS SPACE

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01 FC:441 Statement and signature 40.00 CP

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, Esq.

10/27/99

Name of Person Signing

Signature

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


TRADEMARK
REEL: 001983 FRAME: 0983

State of Delaware
Office of the Secretary of State PAGE 1

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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991431220

AUTHENTICATION: 0030557

DATE: 10-18-99

TRADEMARK

REEL: 001983 FRAME: 0984

**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