

No. <b>C 119630</b>		Due no later than May 31, 2005		2. Registered Agent and Address <b>(NO PO BOX)</b>		
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080  <b>NO FILING FEE IF RECEIVED BY DUE DATE</b>		<b>Annual Report Form</b>  <b>1. Mailing Address: Correct in this box if needed.</b>  A & W RESTAURANTS, INC. LINDA GREGG ATTN: LEGAL DEPARTMENT PO BOX 35910 LOUISVILLE KY 40232 0000		CT CORPORATION SYSTEM 300 N 6TH ST BOISE ID 83701 0000		
				3. <u>New</u> Registered Agent Signature:*		
4. Corporations: Enter Names and Business Addresses of President, Secretary, and Directors. Treasurer (optional).						
Office Held	Name	Street or PO Address	City	State	Country	Postal Code
DIRECTOR	FORREST W. RAGSDALE	1441 GARDINER LANE	LOUISVILLE	KY	USA	40213
SECRETARY	LINDA J. GREGG	1441 GARDINER LANE	LOUISVILLE	KY	USA	40213
DIRECTOR	MICHAEL C. WHITE	1441 GARDINER LANE	LOUISVILLE	KY	USA	40213
SECRETARY	FORREST W. RAGSDALE	1441 GARDINER LANE	LOUISVILLE	KY	USA	40213
PRESIDENT	STEVE DAVIS	1900 COLONEL SANDERS LANE	LOUISVILLE	KY	USA	40213
5. Organized Under the Laws of:  <b>MICHIGAN C 119630</b>		6. Annual Report must be signed.*  Signature: Linda J. Gregg Name (type or print): Linda J. Gregg  Date: 05/20/2005 Title: Assistant Secretary				
Processed 05/20/2005		* Electronically provided signatures are accepted as original signatures.				