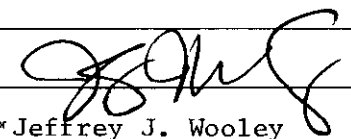


No. C 122360	Due no later than Jan 31, 2001	2. Registered Agent and Office NO PO BOX																																										
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080 NO FILING FEE IF RECEIVED BY DUE DATE	Annual Report Form 1. Mailing Address - Correct in this box, if applicable SCHLOTZSKY'S REAL ESTATE, INC. JOHN C WOOLEY 203 COLORADO ST AUSTIN, TX 78701	CT CORPORATION SYSTEM 300 N 6TH ST BOISE, ID 83702 3. <u>New</u> Registered Agent Signature																																										
4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors.																																												
<table border="1"> <thead> <tr> <th><u>Office held</u></th> <th><u>Name</u></th> <th><u>Street or P.O. Address</u></th> <th><u>City</u></th> <th><u>State</u></th> <th><u>Zip</u></th> </tr> </thead> <tbody> <tr> <td>President</td> <td>John C. Wooley</td> <td>203 Colorado Street</td> <td>Austin</td> <td>TX</td> <td>78701</td> </tr> <tr> <td>Senior VP</td> <td>Jeffrey J. Wooley</td> <td>203 Colorado Street</td> <td>Austin</td> <td>TX</td> <td>78701</td> </tr> <tr> <td>Exec VP</td> <td>Richard H. Valade</td> <td>203 Colorado Street</td> <td>Austin</td> <td>TX</td> <td>78701</td> </tr> <tr> <td>Vice Pres.</td> <td>Kelly R. Arnold</td> <td>203 Colorado Street</td> <td>Austin</td> <td>TX</td> <td>78701</td> </tr> <tr> <td>Director</td> <td>John C. Wooley</td> <td>203 Colorado Street</td> <td>Austin</td> <td>TX</td> <td>78701</td> </tr> <tr> <td>Director</td> <td>Jeffrey J. Wooley</td> <td>203 Colorado Street</td> <td>Austin</td> <td>TX</td> <td>78701</td> </tr> </tbody> </table>			<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>	President	John C. Wooley	203 Colorado Street	Austin	TX	78701	Senior VP	Jeffrey J. Wooley	203 Colorado Street	Austin	TX	78701	Exec VP	Richard H. Valade	203 Colorado Street	Austin	TX	78701	Vice Pres.	Kelly R. Arnold	203 Colorado Street	Austin	TX	78701	Director	John C. Wooley	203 Colorado Street	Austin	TX	78701	Director	Jeffrey J. Wooley	203 Colorado Street	Austin	TX	78701
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5. Organized Under the Laws of: TEXAS C 122360	6. Signature  Date 01-05-01 Name <small>(Typed or Printed)</small> Jeffrey J. Wooley Title: XXXX Senior Vice Pres																																											

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484