


No. C 83770		Annual Report Form Due No Later Than November 30, 1997		2. Registered Agent and Office NOT A P.O. BOX							
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080 NO FEE REQUIRED		1. Mailing Address - Please Correct, If Not Correct USACAFES, INC. TAX DEPARTMENT BOX 224018 DALLAS TX 75222		PRENTICE-HALL CORP SYSTEMS 200 N 23RD ST BOISE ID 83702							
* FIRST NOTICE *				3. Organized Under the Laws of: TX C 83770							
4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors Limited Liability Companies: Enter Names and Addresses of <input type="checkbox"/> Managers or <input type="checkbox"/> Members (check one)											
<table border="0" style="width: 100%;"> <tr> <td style="text-align: center;"><u>Office held</u></td> <td style="text-align: center;"><u>Name</u></td> <td style="text-align: center;"><u>Street or P.O. Address</u></td> <td style="text-align: center;"><u>City</u></td> <td style="text-align: center;"><u>State</u></td> <td style="text-align: center;"><u>Zip</u></td> </tr> </table>						<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>
<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>						
SCHEDULE ATTACHED											
5.		6.  Signature <u>CAROLYN CARPENTER</u> Date <u>7-23-97</u> Name <small>(Typed or Printed)</small> <u>ASSISTANT SECRETARY</u> Title _____									

ISSUED: 07-04-1997

DO NOT TAPE OR STAPLE)

4152

CC
83770

OFFICER AND DIRECTOR LIST:

CORPORATION NAME: USACAFES, INC.

FEI NUMBER: 51-0299818

PRESIDENT: MICHAEL S. KAUFMAN

TERM EXPIRES: PERPETUAL

SECRETARY: TODD M. WATSON

TERM EXPIRES: PERPETUAL

TREASURER: DIANA S. WYNNE

TERM EXPIRES: PERPETUAL

ASST. SECRETARY: CAROLYN CARPENTER

TERM EXPIRES: PERPETUAL

DIRECTORS: MICHAEL S. KAUFMAN
TODD M. WATSON

TERM EXPIRES: PERPETUAL
TERM EXPIRES: PERPETUAL

BUSINESS ADDRESS FOR ALL OFFICERS:

12404 PARK CENTRAL DRIVE
DALLAS, TEXAS 75251

TAX DEPARTMENT MAILING ADDRESS IS:

P.O. BOX 224018
DALLAS, TX 75222-4018