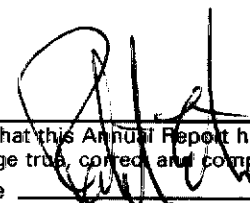
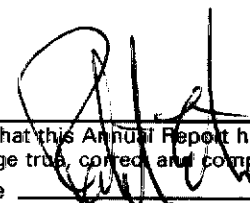
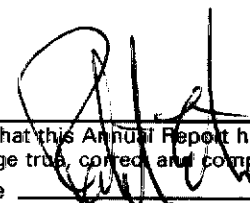


No. C 78160	<b>Annual Report Form</b> 1996 Due No Later Than November 30,		2. Registered Agent and Office <b>NOT A P.O. BOX</b>													
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080  <b>NO FEE REQUIRED</b>	1. Mailing Address - Please Correct, If Not Correct  SUMMIT FAMILY RESTAURANTS IN <i>Attn: Legal Dept.</i> 440 LAWNDALE DR  SALT LAKE CITY UT 84115		PRENTICE-HALL CORP SYSTE 200 N 23RD ST  BOISE ID 83702  3. Organized Under the Laws of:  DE C 78160													
4. Corporations: Enter Names and Addresses of <b>President, Secretary and Directors</b> Limited Liability Companies: Enter Names and Addresses of <input type="checkbox"/> <b>Managers</b> or <input type="checkbox"/> <b>Members</b> (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> <tr> <td colspan="6" style="text-align:center; padding-top: 20px;"> <i>See Exhibit "A" attached hereto.</i> </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>	<i>See Exhibit "A" attached hereto.</i>					
<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>											
<i>See Exhibit "A" attached hereto.</i>																
5. NATURE OF BUSINESS  OWN & OPERATE RESTAURANTS	6. I certify that this Annual Report has been examined by me and is to the best of my knowledge true, correct and complete. <table border="0" style="width:100%"> <tr> <td style="width:50%">Signature </td> <td style="width:50%">Date <u>7/24/96</u></td> </tr> <tr> <td>Name (Typed or Printed) <u>Robert E. Wheaton</u></td> <td>Title <u>Executive V.P.</u></td> </tr> </table>				Signature 	Date <u>7/24/96</u>	Name (Typed or Printed) <u>Robert E. Wheaton</u>	Title <u>Executive V.P.</u>								
Signature 	Date <u>7/24/96</u>															
Name (Typed or Printed) <u>Robert E. Wheaton</u>	Title <u>Executive V.P.</u>															

ISSUED: 07-06-1996

5479

**EXHIBIT "A"**

**President, Secretary & Directors of Summit Family Restaurants Inc.**

<u>Office Held</u>	<u>Name</u>	<u>Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>
Director, Chairman & CEO	William P. Foley	1200 N. Harbor Blvd., Anaheim		CA	92803
Director, President & COO	C. Thomas Thompson	1200 N. Harbor Blvd., Anaheim		CA	92803
Director & Executive V.P.	Robert E. Wheaton	1200 N. Harbor Blvd., Anaheim		CA	92803
V.P., Secretary & General Counsel	Robert A. Wilson	1200 N. Harbor Blvd., Anaheim		CA	92803