FILE THIRD

UCC FINANCING STATEMENT AMENDMENT FOLLOW INSTRUCTIONS (front and back) CAREFULLY Shelby Cnty Judge of Probate, AL A. NAME & PHONE OF CONTACT AT FILER [optional] 11/22/2002 13:17:00 FILED/CERTIFIED B. SEND ACKNOWLEDGMENT TO: (Name and Address) LexisNexis Document Solutions PO Box 2969 Springfield, IL 62708 THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY 1a. INITIAL FINANCING STATEMENT FILE # This FINANCING STATEMENT AMENDMENT is to be filed [for record] (or recorded) in the REAL ESTATE RECORDS. 10/22/1998 1998-41469 TERMINATION: effectiveness of the Financing Statement identified above is terminated with respect to security intereset(s) of the Secured Party authorizing this Termination Statement. CONTINUATION: Effectiveness of the Financing Statement identified above with respect to security interest(s) of the Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law. ASSIGNMENT (full or partial): Give name of assignee in item 7a or 7b and address of assignee in item 7c; and also give name of assignor in item 9. 5. AMENDMENT (PARTY INFORMATION): This Amendment affects Secured Party of record. Check only one of these two boxes. Debtor or Also check one of the following boxes and provide appropriate information in items 6 and/or 7. CHANGE name and/or address; Give current record name in item 6a or 6b; also give new name (if name change) in item 7a or 7b and/or new address (if address change) in item 7c. ADD name: Complete item 7a or 7b, and also item 7c; also complete items 7d-7g (if applicable). DELETE name: Give record name to be deleted in item 6a or 6b. 6. CURRENT RECORD INFORMATION: 6a. ORGANIZATION'S NAME OR 6b. INDIVIDUAL'S LAST NAME FIRST NAME SUFFIX MIDDLE NAME 7. CHANGED (NEW) OR ADDED INFORMATION: 7a. ORGANIZATION'S NAME GE Capital Franchise Finance Corporation 7b. INDIVIDUAL'S LAST NAME FIRST NAME SUFFIX MIDDLE NAME 7c. MAILING ADDRESS CITY POSTAL CODE STATE COUNTRY The Perimeter Center, Scottsdale 85255 USA 17207 North Perimeter Drive ADD'NL INFO RE 7e. TYPE OF ORGANIZATION 7d. TAX ID # S\$N OR EIN 7f. JURISDICTION OF ORGANIZATION 7g. ORGANIZATIONAL ID #, if any **ORGANIZATION** DEBTOR NONE 8. AMENDMENT (COLLATERAL CHANGE): check only one box. added, or give entire restated collateral description, or describe collateral assigned. 9. NAME OF SECURED PARTY OF RECORD AUTHORIZING THIS AMENDMENT (name of assignor, if this is an Assignment). If this is an Amendment authorized by a Debtor which adds collateral or adds the authorizing Debtor, or if this is a Termination authorized by a Debtor, check here and enter name of DEBTOR authorizing this Amendment. 9a. ORGANIZATION'S NAME FINOVA Capital Corporation FIRST NAME SUFFIX MIDDLE NAME 10. OPTIONAL FILER REFERENCE DATA AL-Shelby County RTM Alabama, Inc.

UCC FINANCING STATEMENT AMENDMENT ADDENDUM FOLLOW INSTRUCTIONS (front and back) CAREFULLY 11. INITIAL FINANCING STATEMENT FILE # (same as item 1a on Amendment form) 1998-41469 10/22/1998 12. NAME OF PARTY AUTHORIZING THIS AMENDMENT (same as item 9 on Amendment form) 12a. ORGANIZATION'S NAME FINOVA Capital Corporation OR 12b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME, SUFFIX

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13. Use this space for additional information: DEBTOR NAME

RTM Alabama, Inc. 4615 Highway 280 South Birmingham, AL 35242