

CHECKERS DRIVE IN RESTAURANTS INC /DE

Form 8-K

February 21, 2006

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549**

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**FORM 8-K**

**CURRENT REPORT  
Pursuant to Section 13 or 15(d) of  
the Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): February 16, 2006

**CHECKERS DRIVE-IN RESTAURANTS, INC.**  
(Exact name of registrant as specified in its charter)

Delaware  
(State or other jurisdiction of incorporation)

Commission File Number: 0-19649

I.R.S. Employer Identification Number: 58-1654960

4300 West Cypress Street,  
Tampa, Florida 33607  
Telephone: (813) 283-7000  
(Address of principal executive offices and telephone number)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 1.01. Entry into a Material Definitive Agreement.**

On February 16, 2006, Checkers Drive-In Restaurants, Inc., a Delaware corporation (the “Company”) entered into an Agreement and Plan of Merger (the “Merger Agreement”) with Taxi Holdings Corp., a Delaware corporation, and Taxi Acquisition Corp., a Delaware corporation and a wholly-owned subsidiary of Taxi Holdings Corp. The Company will file an Amendment to this Current Report on Form 8-K within four business days of February 16, 2006, describing the terms of the Merger Agreement that are material to the Company and any other information required by this Item 1.01.

A press release issued by the Company on February 17, 2006, relating to the Merger Agreement and the Merger and attached as Exhibit 99.1 hereto, is incorporated by reference herein.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits.

99.1 Press Release, dated February 17, 2006

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**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, hereunto duly authorized.

**CHECKERS DRIVE-IN  
RESTAURANTS, INC.**

Date: February 17, 2006

By: /s/ Brian R. Doster  
Brian R. Doster,  
Vice President, Corporate Counsel and  
Secretary

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**EXHIBIT INDEX**

**Exhibit**  
**Number Exhibit**

99.1 Press Release dated February 17, 2006.