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**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
RED RED ROBIN LLC**

Pursuant to the provisions of Section 605.0202 of the Florida Revised Limited Liability Company Act, **RED RED ROBIN LLC**, a Florida limited liability company (the "Company"), adopts the following Articles of Amendment to its Articles of Organization:

FIRST: The date of filing of the Articles of Organization was April 25, 2016 under document number L16000080849.

SECOND: The following provision of the Articles of Organization was adopted by the members of the limited liability company:

ARTICLE IV is deleted in its entirety and replaced with the following:

**ARTICLE IV
Management**

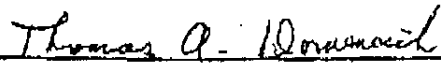
The Company is to be manager-managed. The names and addresses of the managers are:

Thomas A. Domencich, Manager
12300 Sunnydale Drive
Wellington, FL 33414

Nephele Domencich, Manager
12300 Sunnydale Drive
Wellington, FL 33414

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IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment to Articles of Organization of Red Red Robin LLC this 4th day of May, 2016.



Thomas A. Domencich
Authorized Representative