Electronic Articles of Incorporation For

N09000001395 FILED February 11, 2009 Sec. Of State tburch

CHECKERS ADVERTISING COOPERATIVE ASSOCIATION OF MEMPHIS, INC.

The undersigned incorporator, for the purpose of forming a Florida not-forprofit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

CHECKERS ADVERTISING COOPERATIVE ASSOCIATION OF MEMPHIS, INC.

Article II

The principal place of business address:

4300 WEST CYPRESS STREET SUITE 600 TAMPA, FL. US 33607

The mailing address of the corporation is:

4300 WEST CYPRESS STREET SUITE 600 TAMPA, FL. US 33607

Article III

The specific purpose for which this corporation is organized is:

TO PROMOTE AND FURTHER INTEREST OF THE OPERATORS OF CHECKERS/RALLY'S RESTAURANTS IN THE ATLANTA AREA THROUGH BROADCAST MEDIA.

Article IV

The manner in which directors are elected or appointed is: AS PROVIDED FOR IN THE BYLAWS.

Article V

The name and Florida street address of the registered agent is:

CHECKERS DRIVE-IN RESTAURANTS, INC. 4300 WEST CYPRESS STREET SUITE 600 TAMPA, FL. 33607

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: SHAKON TURNER

Article VI

The name and address of the incorporator is:

CHECKERS DRIVE-IN RESTAURANTS, INC.4300 WEST CYPRESS STREET SUITE 600 TAMPA, FL 33607

Incorporator Signature: SHAKON TURNER

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P FREDRICK TURNER JR 4300 WEST CYPRESS STREET SUITE 600 TAMPA, FL. 33607 US

Title: SEC DAVID CRAWFORD 4300 WEST CYPRESS STREET SUITE 600 TAMPA, FL. 33607 US

Article VIII

The effective date for this corporation shall be:

02/11/2009