

P36601

Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 617-6380

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Account Name : CAPITOL SERVICES, INC.
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Phone : (800) 345-4647
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**MERGER OR SHARE EXCHANGE
CHECKERS DRIVE-IN RESTAURANTS, INC.**

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TALLAHASSEE, FLORIDA

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**ARTICLES OF MERGER
OF
TFF, LLC
INTO
CHECKERS DRIVE-IN RESTAURANTS, INC.**

The following Articles of Merger are submitted to merge the following Florida limited liability company in accordance with Section 605.1025 of the Florida Revised Limited Liability Company Act (the "Florida Act").

FIRST: The exact name, form/entity type and jurisdiction for each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
TFF, LLC	Florida	Limited Liability Company

SECOND: The exact name, form/entity type and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Checkers Drive-In Restaurants, Inc.	Delaware	Corporation

THIRD: The merger was approved by each domestic merging entity that is a limited liability company in accordance with Sections 605.1021-605.1026 of the Florida Act; by each other merging entity in accordance with the laws of its jurisdiction; and by each member of such limited liability company who as a result of the merger will have interest holder liability under Section 605.1023(1)(b) of the Florida Act.

FOURTH: The surviving entity is a foreign entity that has a certificate of authority to transact business in the State of Florida.

FIFTH: The surviving entity agrees to pay any member with appraisal rights the amount to which such member is entitled under Sections 605.1006 and 605.1061-605.1072 of the Florida Act.

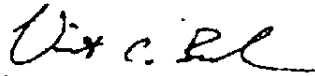
SIXTH: The delayed effective time of the merger is 12:01 a.m., Delaware time, on September 1, 2017.

[Signature Page Follows]

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IN WITNESS WHEREOF, the parties to the merger have caused these Articles of Merger to be executed by a duly authorized officer this 24 day of August, 2017.

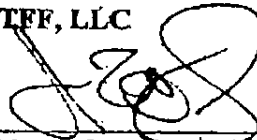
CHECKERS DRIVE-IN RESTAURANTS, INC.



Name: VINCENT C. BROKMAN

Title: sup/general counsel/secretary

TFF, LLC



Name: Jonathan "Todd" Lindsey

Title: Vice President, Secretary, Treasurer