

## **WAFFLE HOUSE, INC.**

### **UNANIMOUS WRITTEN CONSENT**

The undersigned, being all the directors of Waffle House, Inc., a Georgia corporation (the "Company"), pursuant to the Georgia Business Corporation Code and the Amended and Restated Bylaws of the Company, hereby waives notice of the time, place and purpose of a special meeting of the Board and consents that the following actions be taken and the following resolutions be adopted without a meeting as set forth hereinafter:

#### **RESOLUTION AUTHORIZING EMPLOYEES TO EXECUTE DOCUMENTS IN CONNECTION WITH THE PURCHASE, LEASE, DEVELOPMENT, SALE, PERMITTING AND MANAGEMENT OF REAL PROPERTY AND RELATED PERSONAL PROPERTY ON BEHALF OF THE COMPANY**

WHEREAS, in the conduct of the Company's business and as necessary to secure, develop, sell, obtain permits with respect to and manage real property and associated personal property on behalf of the Company, it is necessary from time to time to appoint representatives and grant authority to these representatives to execute agreements for the purchase, lease, development, sale, obtain permits with respect to and manage real property and associated personal property, closing and related documents, and to do all other things necessary, helpful or appropriate to purchase, lease, develop, sell, obtain permits with respect to and manage real property and associated personal property on behalf of the Company; and

NOW, THEREFORE, it is

RESOLVED, that the President, each Executive Vice President, the Vice President of Real Estate of the Company, the Vice President of Property Management of the Company and the Vice President of Development of the Company, as same are from time to time elected or appointed by the Board of Directors of the Company, are hereby empowered and authorized to act on behalf of the Company (i) to execute contracts or agreements for the lease, purchase, development and/or sale of real property and associated personal property; and (ii) to execute all documents, closing documents and affidavits related to the lease, purchase, development and/or sale of real property and associated personal property, including without limitation, closing documents and affidavits, easement agreements, memoranda of leases, closing statements, building and other permits and applications and, and all other necessary, helpful or appropriate documents;

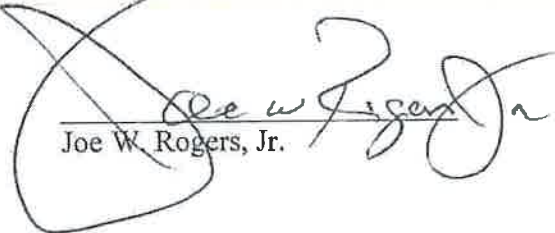
FURTHER RESOLVED, that any Vice President of Finance of the Company (as from time-to-time appointed by the Board of the Company), any Real Estate Director and/or Surplus Property Manager of the Company (as from time-to-time appointed by the Vice President of Real Estate of the Company), and each Permit Project Manager and/or Property Manager (as from time-to-time designated and appointed by the Vice President of Property Management of the Company), acting individually, are hereby empowered, and authorized to act on behalf of the Company to execute (i) contracts or agreements,

and amendments thereto, for the lease, purchase, development, sale and/or management of real property and associated personal property and (ii) building and other permits and applications related to the development of real property and associated personal property;

FURTHER RESOLVED, that any recipient of any contracts, agreements or other documents described in the above Resolutions is hereby requested, authorized and directed to honor such actions taken by any authorized person;

FURTHER RESOLVED, that the above Resolutions shall remain in full force and effect until termination of the same by the Company's Board of Directors.

IN WITNESS WHEREOF, I have hereto subscribed my name and affixed the seal of said Company this 28th day of January, 2021.

  
Joe W. Rogers, Jr.