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Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

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To: Division of Corporations
Fax Number : (850) 617-6363

From: Account Name : OUTBACK STEAKHOUSE
Account Number : 072731001665
Phone : (813) 282-1225
Fax Number : 813-387-8393

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address: karendavis@Bloominbrands.com

2013 JAN 31 AM 7:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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13 JAN 31 AM 10:38

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LP/LLP AMENDMENT/RESTATEMENT/CORRECTION
CARRABBA'S/BIRMINGHAM 280, LIMITED PARTNERSHIP

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$105.00

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: CARRABBA'S/BIRMINGHAM 280, LIMITED PARTNERSH
Name of Florida Limited Partnership or Limited Liability Limited Partnership

The enclosed Certificate of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

Karen Davis
Contact Person

Firm/Company

2202 N West Shore Blvd., 5th Floor
Address

Tampa, FL 33607
City, State and Zip Code

karendavis@Bloominbrands.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Karen Davis at (813) 282-1225
Name of Contact Person Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

- \$52.50 Filing Fee
- \$61.25 Filing Fee and Certificate of Status
- \$105.00 Filing Fee and Certified Copy
- \$113.75 Filing Fee, Certified Copy, and Certificate of Status

STREET ADDRESS:
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:
Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

2013 JAN 31 AM 7:38

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF**

CARRABBA'S/BIRMINGHAM 280, LIMITED PARTNERSHIP

Insert name currently on file with Florida Department of State

Pursuant to the provisions of section 620.1202, Florida Statutes, this Florida limited partnership or limited liability limited partnership, whose certificate was filed with the Florida Department of State on 02/08/2001, assigned Florida document number A01000000193, adopts the following certificate of amendment to its certificate of limited partnership.

This amendment is submitted to amend the following:

A. If amending name, enter the new name of the limited partnership or limited liability limited partnership here:

New name must be distinguishable and contain an acceptable suffix.

Acceptable Limited Partnership suffixes: Limited Partnership, Limited, L.P., LP, or Ltd.

Acceptable Limited Liability Limited Partnership suffixes: Limited Liability Limited Partnership, L.L.L.P. or LLLP.

B. If amending mailing address and/or principal office address, enter new mailing address and/or principal office address here:

New Principal Office Address:

(Must be STREET address)

New Mailing Address:

(May be post office box)

C. If amending the registered agent and/or registered office address on our records, enter the name of the new registered agent and/or the new registered office address here:

Name of New Registered Agent:

New Registered Office Address:

Enter Florida street address

_____, Florida _____
City Zip Code

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

If Changing Registered Agent, Signature of New Registered Agent

D. If amending the general partner(s), enter the name and business address of each general partner being added or removed from our records:

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
<u>GP</u>	RCF/BIRMINGHAM 280, <u>LIMITED PARTNERSHIP</u>	<u>636 GOOD SPRINGS RD</u> <u>BRENTWOOD TN 37027</u>	<input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove
<u>GP</u>	Carrabba's Designated Partner, LLC <u>M07-1024</u>	<u>2202 N West Shore Blvd.,</u> <u>5th Floor</u> <u>Tampa, FL 33607</u>	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add <input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add <input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add <input type="checkbox"/> Remove
_____	_____	_____	<input type="checkbox"/> Add <input type="checkbox"/> Remove

E. If the limited partnership or limited liability limited partnership is amending its "limited liability limited partnership" status, enter change here:

- This Limited Partnership hereby elects to be a "Limited Liability Limited Partnership."
- This Limited Partnership hereby removes its "Limited Liability Limited Partnership" status.

(NOTE: If adding or removing "limited liability limited partnership" status, all general partners must sign this amendment.)

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F. If amending any other information, enter change(s) here: (Attach additional sheets, if necessary.)

The term of the Partnership shall be perpetual, unless sooner terminated, liquidated and dissolved in accordance with the terms of the Partnership Agreement.

Effective date, if other than the date of filing:

(Effective date cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State.)

Signature(s) of a general partner or all general partners*:

(*NOTE: Only one current general partner is required to sign this document unless the limited partnership is adding or removing a "limited liability limited partnership" election statement. Chapter 620, F.S., requires all general partners to sign when adding or removing a "limited liability limited partnership" election statement.)

Joseph J. Kudow, Authorized Representative

Carrabba's Italian Grill, GP

Joseph J. Kudow, Authorized Representative

Carrabba's Designated Partner, LLC, GP

Signature(s) of all new or dissociating general partner(s), if any:

Robert C. Frey

ROBERT C. FREY, Manager

RCF ENTERPRISES, LLC, GP

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TALLAHASSEE, FLORIDA

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Filing Fee: \$52.50
Certified Copy (optional): \$52.50
Certificate of Status (optional): \$8.75