



THE UNITED STATES  
CORPORATION  
COMPANY

A 99000000808  
File 2nd

ACCOUNT NO. : 072100000032

REFERENCE : 282492 7170708

AUTHORIZATION :

COST LIMIT : \$ 52.5

Patricia Pyjitt

ORDER DATE : June 22, 1999

ORDER TIME : 10:10 AM

ORDER NO. : 282492-005

600002914196-1

CUSTOMER NO: 7170708

CUSTOMER: Ms. Julie Skukalek  
Carrabba's Italian Grill, Inc.  
Suite 210  
405 North Reo Street  
Tampa, FL 33609

DOMESTIC AMENDMENT FILING

NAME: CARRABBA'S/ROCKY TOP,  
LIMITED PARTNERSHIP

EFFECTIVE DATE:

XXXX\_ CERTIFICATE OF AMEND  
\_\_\_\_ RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

\_\_\_\_ CERTIFIED COPY  
XXXX\_ PLAIN STAMPED COPY  
\_\_\_\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Harry B. Davis

EXAMINER'S INITIALS:

6/24/99

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 JUN 24 PM 2:47

RECEIVED

99 JUN 24 AM 10:42

DEPT. OF REVENUE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

June 24, 1999

HARRY DAVIS  
CSC NETWORKS  
TALLAHASSEE, FL

SUBJECT: CARRABBA'S/ROCKY TOP, LIMITED PARTNERSHIP  
Ref. Number: A99000000808

RESUB  
6/24

We have received your document for CARRABBA'S/ROCKY TOP, LIMITED PARTNERSHIP and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The AMENDMENT must state an ADDRESS for the new GENERAL PARTNER - RCF ROCKY TOP, L.P.

The amendment should also state that CARRABBA'S ITALIAN GRILL, INC. is continuing as a general partner. (We assume that is the case.)

ALSO, the AMENDMENT must be signed by both CARRABBA'S ITALIAN GRILL, INC. and the new general partner -- RCF ROCKY TOP, L.P. Please MAKE IT CLEAR that "ROBERT C. FREY" is signing for RCF ROCKY TOP, L.P.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6914.

Buck Kohr  
Corporate Specialist

Letter Number: 199A00033650

FILED  
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DIVISION OF CORPORATIONS  
99 JUN 24 PM 2:47

RECEIVED  
99 JUN 24 PM 2:23  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FL

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

CARRABBA'S/ROCKY TOP, LIMITED PARTNERSHIP

(Insert name currently on file with Florida Dept. of State)

Pursuant to the provisions of section 620.109, Florida Statutes, this Florida limited partnership, whose certificate was filed with the Florida Dept. of State on May 20, 1999, adopts the following certificate of amendment to its certificate of limited partnership.

**FIRST:** Amendment(s): (indicate article number(s) being amended, added, or deleted)

Number 8 - names of general partner

General partner being deleted:

RCF Enterprises, LLC

New General Partner:

RCF Rocky Top, LP  
543 Midway Circle  
Brentwood, TN 37027

09900000247

Carrabba's Italian Grill, Inc. continues as general partner

**SECOND:** This certificate of amendment shall be effective at the time of its filing with the Florida Department of State.

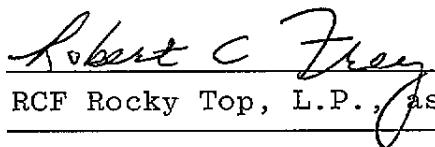
**THIRD:** Signature(s)

Signature of current general partner:



Carrabba's Italian Grill, Inc. as its general partner

Signature(s) of new general partner(s), if applicable:



RCF Rocky Top, L.P., as its general partner

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