

Division of Corporations

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Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850)617-6383

From: Account Name : OUTBACK STEAKHOUSE
Account Number : 072731001666
Phone : (813)282-1225
Fax Number : (813)281-2114

Present w/
Designation of
Resident Agent

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA/FOREIGN LIMITED LIABILITY CO.

OSI Restaurant Partners, LLC

Certificate of Status	1
Certified Copy	1
Page Count	01
Estimated Charge	\$160.00

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: OSI Restaurant Partners, LLC
(Name of Limited Liability Company)

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida..

Please return all correspondence concerning this matter to the following:

Ely Hernandez
(Name of Person)

OSI Restaurant Partners, LLC
(Firm/Company)

2202 N West Shore Blvd., 5th Floor, Tampa, FL 33607
(Address)

Tampa, FL 33607
(City/State and Zip Code)

For further information concerning this matter, please call:

Ely Hernandez at (813) 282-1225
(Name of Person) (Area Code & Daytime Telephone Number)

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

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

Enclosed is a check for the following amount:

- \$125.00 Filing Fee
- \$130.00 Filing Fee & Certificate of Status
- \$155.00 Filing Fee & Certified Copy
- \$160.00 Filing Fee, Certificate of Status & Certified Copy

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. OST Restaurant Partners, LLC
(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must include "Limited Liability Company," "L.L.C.," "LLC.")

2. DE (Jurisdiction under the law of which foreign limited liability company is organized)
3. 59-3061413 (FEI number, if applicable)

4. 4/23/1991 (Date of Organization)
5. PERPETUAL (Duration: Year limited liability company will cease to exist or "perpetual")

6. (Date first transacted business in Florida, if prior to registration.) (See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. 2202 N. West Shore Blvd., 5th Fl, Tampa, FL 33607
(Street Address of Principal Office)

8. If limited liability company is a manager-managed company, check here []

9. The name and usual business addresses of the managing members or managers are as follows:
See Attached Sheet

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: Full Service Restaurant

Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true)

A William Allen, III Manager

Typed or printed name of signee

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

OS Restaurant Partners, LLC

If name unavailable, the alternate name to be used in the state of Florida is:

2. The name and the Florida street address of the registered agent and office are:

Joseph J. Kadow

(Name)

2202 N West Shore Blvd., 5th Floor

Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

Tampa

FL

City/State/Zip

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TALLAHASSEE FLORIDA

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes.


(Signature)

- \$ 100.00 Filing Fee for Application
- \$ 25.00 Designation of Registered Agent
- \$ 30.00 Certified Copy (optional)
- \$ 5.00 Certificate of Status (optional)

OSI Restaurant Partners, LLC
a Delaware Limited Liability Company

Members

OSI HoldCo, Inc. 2202 N West Shore Blvd., 5th Fl, Tampa, FL 33607

Managers

Chris T. Sullivan	2202 N West Shore Blvd., 5 th Fl, Tampa, FL 33607
Robert Basham	2202 N West Shore Blvd., 5 th Fl, Tampa, FL 33607
A William Allen, III	2202 N West Shore Blvd., 5 th Fl, Tampa, FL 33607
J. Michael Chu	2202 N West Shore Blvd., 5 th Fl, Tampa, FL 33607
Mark Verdi	2202 N West Shore Blvd., 5 th Fl, Tampa, FL 33607
Mark Nunnally	2202 N West Shore Blvd., 5 th Fl, Tampa, FL 33607
Philip Loughlin	2202 N West Shore Blvd., 5 th Fl, Tampa, FL 33607
Ian Blasco	2202 N West Shore Blvd., 5 th Fl, Tampa, FL 33607
Andrew Balson	2202 N West Shore Blvd., 5 th Fl, Tampa, FL 33607

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "OSI RESTAURANT PARTNERS, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE ELEVENTH DAY OF FEBRUARY, A.D. 2008.



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You may verify this certificate online at corp.delaware.gov/authver.shtml

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6374551

DATE: 02-11-08