



**THE UNITED STATES  
CORPORATION  
COMPANY**

# A00000000141

ACCOUNT NO. : 072100000032

REFERENCE : 549119 84041A

AUTHORIZATION :

COST LIMIT : \$ 262.50

00 JAN 14 PM 5:05  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS

*Patricia P. [signature]*

ORDER DATE : January 12, 2000

ORDER TIME : 1:29 PM

ORDER NO. : 549119-010

CUSTOMER NO: 84041A

800003099758--1

CUSTOMER: Ms. Norma Deguenther  
OUTBACK STEAKHOUSE OF FLORIDA,  
OUTBACK STEAKHOUSE OF FLORIDA,  
5th Floor  
2202 North Westshore Blvd..  
Tampa, FL 33607

DOMESTIC FILING

NAME: OUTBACK/AMERICAN LIMITED  
PARTNERSHIP

EFFECTIVE DATE:

ARTICLES OF INCORPORATION  
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS:

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

00 JAN 19 PM 4:01

RECEIVED

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

00 JAN 14 PM 3:20

RECEIVED

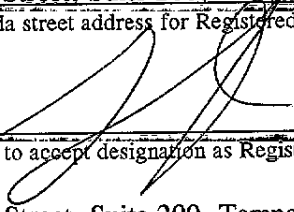
**RESUBMIT**

Please give original  
submission date as file date.

*hK*  
*1/19/00*

**CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
OUTBACK/AMERICAN LIMITED PARTNERSHIP**

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 JAN 14 PM 5:05

1. OUTBACK/AMERICAN LIMITED PARTNERSHIP  
(Name of Limited Partnership; must contain a suffix such as "Limited," "Ltd.," or "Limited Partnership")
2. 550 North Reo Street, Suite 200, Tampa, Florida 33609  
(Business address of Limited Partnership)
3. JOSEPH J. KADOW  
(Name of Registered Agent for Service of Process)
4. 550 North Reo Street, Suite 200, Tampa, Florida 33609  
(Florida street address for Registered Agent)
5.   
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
6. 550 North Reo Street, Suite 200, Tampa, Florida 33609  
(Mailing Address of the Limited Partnership)

7. The latest date upon which the Limited Partnership is to be dissolved is: 12/31/2039

8. Name(s) of general partner(s): \_\_\_\_\_ Street address: \_\_\_\_\_

OUTBACK STEAKHOUSE OF FLORIDA, INC.

550 North Reo Street, Suite 200

Tampa, Florida 33609

AMERICAN DINING CONCEPTS, L.L.C.

2501 Hazelwood

Detroit, Michigan 48206

*Under penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.*

Signed this    day of September, 19 99

OUTBACK STEAKHOUSE OF FLORIDA, INC., a  
Florida corporation

By:   
Joseph J. Kadow, Vice President

AMERICAN DINING CONCEPTS, L.L.C., a Michigan  
limited liability company

By:   
Ricardo A. Solomon, Manager

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS  
FOR FLORIDA LIMITED PARTNERSHIP**

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 JAN 14 PM 5:05

*The undersigned, constituting the general partners of OUTBACK/AMERICAN LIMITED PARTNERSHIP, a Florida Limited Partnership, certify that:*

1. The amount of capital contributions to date of the limited partners is \$25,000.
2. The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$25,000.

FURTHER AFFIANT SAYETH NOT.

*Under penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.*

Signed this \_\_\_ day of \_\_\_ September \_\_\_, 19 99.

OUTBACK STEAKHOUSE OF FLORIDA, INC., a  
Florida corporation

By: \_\_\_\_\_

Joseph J. Kadow, Vice President

AMERICAN DINING CONCEPTS, L.L.C., a Michigan  
limited liability company

By: \_\_\_\_\_

Ricardo A. Solomon, Manager