0000000826 **CORPORATION**

ACCOUNT NO. : 072100000032

REFERENCE: 704103

7170708

AUTHORIZATION:

ORDER DATE: May 19, 2000

ORDER TIME :

3:46 PM

ORDER NO. : 704103-010

CUSTOMER NO:

7170708

100003261031--2

CUSTOMER: Ms. Julie Skukalek

CARRABBA'S ITALIAN GRILL, INC. CARRABBA'S ITALIAN GRILL, INC.

5th Floor

2202 North Westshore Blvd.

Tampa, FL 33607

DOMESTIC FILING

NAME:

ROY'S/WESTFLORIDA-I, LIMITÉD

PARTNERSHIP

EFFECTIVE DATE:

ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

EXAMINER'S INITIALS:



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

April 10, 2000

JANINE LAZZARINI CSC NETWORKS TALLAHASSEE, FL

SUBJECT: ROY'S/WESTFLORIDA-I, LIMITED PARTNERSHIP

Ref. Number: W00000008488

We have received your document for ROY'S/WESTFLORIDA-I, LIMITED PARTNERSHIP and the authorization to debit your account in the amount of \$271.25. However, the document has not been filed and is being returned for the following:

Before this partnership can be filed, its general partner -- ROY'S/OUTBACK JOINT VENTURE -- must be registered.,

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.

Letter Number: 700A00017477

Buck Kohr Corporate Specialist 10: 21



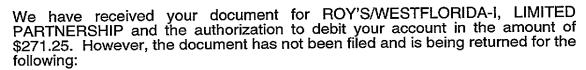
FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

March 30, 2000

JANINE LAZZARINI CSC NETWORKS TALLAHASSEE, FL

SUBJECT: ROY'S/WESTFLORIDA-I, LIMITED PARTNERSHIP

Ref. Number: W0000008488



Before this partnership can be filed, its general partner -- ROY'S/OUTBACK JOINT VENTURE -- must be registered.,

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: 700A00017477

CERTIFICATE OF LIMITED PARTNERSHIP

OF

ROY'S/WESTFLORIDA-I, LIMITED PARTNERSHIP

1.	ROY'S/WESTFLORIDA-I, LIMITED PARTNERSHIP
	(Name of Limited Partnership; must contain a suffix such as ``Limited,'' ``Ltd.,'' or ``Limited Partnership'')
2.	2202 North Westshore Boulevard, 5th Floor, Tampa, Florida 33607
	(Business address of Limited Partnership)
3.	KELLY M. BRAUN
	(Name of Registered Agent for Service of Process)
4.	2202 North Westshore Boulevard, 5th Floor, Tampa, Florida 33607
	(Florida street address for Registered Agent)
5.	XUBU-
	(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
6.	2202 North Westshore Boulevard, 5th Floor, Tampa, Florida 33607
	(Mailing Address of the Limited Partnership)
7.	The latest date upon which the Limited Partnership is to be dissolved is: 12/31/2038
8.	Name(s) of general partner(s): Street address:
	ROY'S/OUTBACK JOINT VENTURE 2202 North Westshore Boulevard, 5th Floor
	(3PUUD 000 0907 Tampa, Florida 33607
Un the	der penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents are true and correct.
Sie	oned this 27TH day of MARCH , 2000.

ROY'S/OUTBACK JOINT VENTURE, a Florida joint venture, as the sole General Partner

Bv:

Chris T. Sullivan, Executive Committee Member

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR FLORIDA LIMITED PARTNERSHIP

The undersigned, constituting the sole general partner of ROY'S/WESTFLORIDA-I, LIMITED

PARTNERSHIP, a Florida Limited Partnership, certify that:

1. The amount of capital contributions to date of the limited partners is \$

2. The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$ 25,000.00.

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 27TH day of MARCH , 2000

ROY'S/OUTBACK JOINT VENTURE, a Florida joint venture, as General Partner

Chris T. Sullivan, Executive Committee Member