



A01000000063

ACCOUNT NO. : 072100000032

REFERENCE : 963512 7170708

AUTHORIZATION :

COST LIMIT : \$ 612.50

FILED
01 JAN 12 PM 1:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : January 12, 2001

ORDER TIME : 12:17 PM

ORDER NO. : 963512-005

CUSTOMER NO: 7170708

200003535862--9

CUSTOMER: Ms. Julie Skukalek
Carrabba's Italian Grill, Inc.

5th Floor
2202 North Westshore Blvd.
Tampa, FL 33607

DOMESTIC FILING

NAME: ROY'S/SOUTHMIDWEST-I, LIMITED
PARTNERSHIP

EFFECTIVE DATE:

560.00
52.50

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP
ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Denise Mick - EXT. 1150

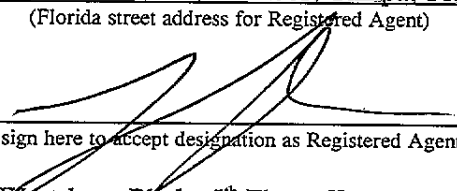
EXAMINER'S INITIALS:

RECEIVED
JAN 12 PM 12:47
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

mm
1/12

CERTIFICATE OF LIMITED PARTNERSHIP

FILED
01 JAN 12
PM 1:58
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

1. ROY'S/SOUTHMIDWEST-I, LIMITED PARTNERSHIP
(Name of Limited Partnership; must contain a suffix such as "Limited," "Ltd.," or "Limited Partnership")
2. 2202 North Westshore Blvd., 5th Floor, Tampa, Florida 33607
(Business address of Limited Partnership)
3. JOSEPH J. KADOW
(Name of Registered Agent for Service of Process)
4. 2202 North Westshore Blvd., 5th Floor, Tampa, Florida 33607
(Florida street address for Registered Agent)
5. 
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
6. 2202 North Westshore Blvd., 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

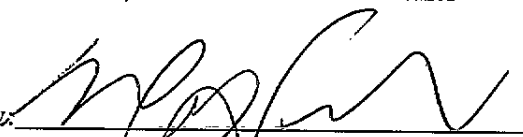
8. Name(s) of general partner(s): ROY'S/OUTBACK JOINT VENTURE Street address: 2202 North Westshore Blvd., 5th Floor
GP00000000907 Tampa, Florida 33607

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 8 day of January, 2001.

Signature of all general partners:

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

By: 
MICHAEL P. O'DONNELL,
Executive Committee Member

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*The undersigned, constituting all of the general partners of Roy's/SouthMidwest-I, Limited Partnership,
a Florida Limited Partnership, certify:*

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

The total amount contributed and anticipated to be contributed by the limited partners at this time totals
\$75,000.

Signed this 8 day of January, 2001.

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.*

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

By: 

MICHAEL P. O'DONNELL,
Executive Committee Member