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LIMITED PARTNERSHIP AMENDMENT

ROY'S/PASADENA-I, LIMITED PARTNERSHIP

Certificate of Status	0
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JB
4-26-04

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

Roy's/Pasadena-I, 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 4/19/04, adopts the following certificate of amendment to its certificate of limited partnership.

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

The General Partner is being changed from Outback/Fleming's, LLC to Roy's/Outback Joint Venture

610000000907
2202 North Westshore Blvd.
5th Floor
Tampa, FL 33607

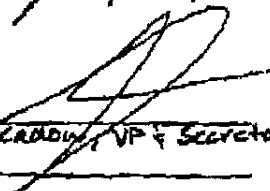
SECOND: This certificate of amendment shall be effective at the time of its filing with the Florida Department of State.

THIRD: Signature(s)

Signature of current general partner:


Joseph J. Kadow, VP & Secretary of Outback/Fleming's, LLC

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


Joseph J. Kadow, VP & Secretary of Roy's/Outback Joint Venture