



THE UNITED STATES
CORPORATION
COMPANY

A98000002672

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 DEC -4 PM 1:35

ACCOUNT NO. : 072100000032

REFERENCE : 052746 7170708

AUTHORIZATION :

COST LIMIT :

Patricia Pizito
\$ 568.75

ORDER DATE : December 4, 1998

ORDER TIME : 10:32 AM

ORDER NO. : 052746-005

400002703154--7

CUSTOMER NO: 7170708

CUSTOMER: Ms. Julie Skukalek
CARRABBA'S ITALIAN GRILL, INC.
CARRABBA'S ITALIAN GRILL, INC.
Suite 210
405 North Reo Street
Tampa, FL 33609

DOMESTIC FILING

NAME: CARRABBA'S/GREAT LAKES-I,
LIMITED PARTNERSHIP

EFFECTIVE DATE:

560
8.75

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

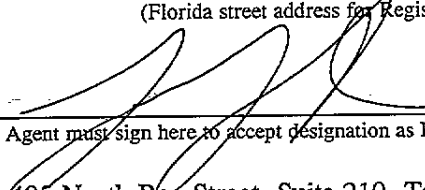
hyc
12/4/98

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DIVISION OF CORPORATIONS

CERTIFICATE OF LIMITED PARTNERSHIP

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1. CARRABBA'S/GREAT LAKES-I. LIMITED PARTNERSHIP
(Name of Limited Partnership; must contain a suffix such as "Limited," "Ltd.," or "Limited Partnership")
2. 405 North Reo Street, Suite 210, 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. 405 North Reo Street, Suite 210, 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: _____

CARRABBA'S ITALIAN GRILL, INC.

405 North Reo Street, Suite 210
Tampa, Florida 33609

195000003626

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 16th day of November, 19 98.

Signature of all general partners:

CARRABBA'S ITALIAN GRILL, INC.
a Florida corporation, as General Partner

By: 
CARL W. SAHLSTEN, President

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

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The undersigned, constituting all of the general partners of CARRABBA'S/GREAT LAKES-I, LIMITED PARTNERSHIP, a Florida Limited Partnership, certify:

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

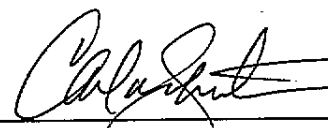
The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$75,000.

Signed this 16th day of November, 19 98.

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.

CARRABBA'S ITALIAN GRILL, INC.
a Florida corporation, as General Partner

By: 
CARL W. SAHLSTEN, President