



THE UNITED STATES  
CORPORATION  
COMPANY

A 99000001444

ACCOUNT NO. : 072100000032

REFERENCE : 346143 84041A

AUTHORIZATION :

Patricia Pzyt

COST LIMIT : \$ 210.00

ORDER DATE : August 18, 1999

ORDER TIME : 2:11 PM

ORDER NO. : 346143-010

CUSTOMER NO: 84041A

100002976341--0

CUSTOMER: Ms. Norma Deguenther  
OUTBACK STEAKHOUSE OF FLORIDA,  
OUTBACK STEAKHOUSE OF FLORIDA,  
Suite 200  
550 North Reo Street  
Tampa, FL 33609

DOMESTIC FILING

NAME: OUTBACK\ATLANTA LIMITED  
PARTNERSHIP

EFFECTIVE DATE:

(4)

ARTICLES OF INCORPORATION  
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
XX PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

**\*\*FILE SECOND\*\***

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS:

FILED  
DIVISION OF STATE  
CORPORATIONS  
99 SEP - 1 AM 11:00

RECEIVED  
99 SEP - 1 PM 3:09  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

July 15, 1999

ANDREA MABRY  
CSC NETWORKS  
TALLAHASSEE, FL

SUBJECT: OUTBACK/ATLANTA LIMITED PARTNERSHIP  
Ref. Number: W99000016352

We have received your document for OUTBACK/ATLANTA LIMITED PARTNERSHIP and the authorization to debit your account in the amount of \$210.00. However, the document has not been filed and is being returned for the following:

Before this partnership can be filed, the general partner -- PSL ENTERPRISES, INC. -- must be qualified in Florida.

Please note that the NAME of this Georgia corporation is NOT AVAILABLE in Florida, and so it will have to qualify using a Fictitious Corporate Name. The Resolution form to adopt the name is attached.,

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.

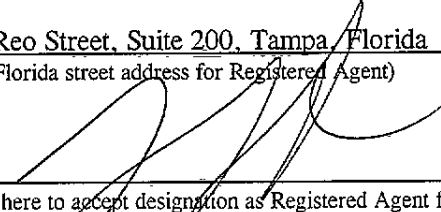
Buck Kohr  
Corporate Specialist

Letter Number: 199A00036553

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 SEP - 1 AM 11:00

**CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
OUTBACK\ATLANTA LIMITED PARTNERSHIP**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 SEP -1 AM 11:00

1. OUTBACK\ATLANTA 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

589475

PSL ENTERPRISES, INC.

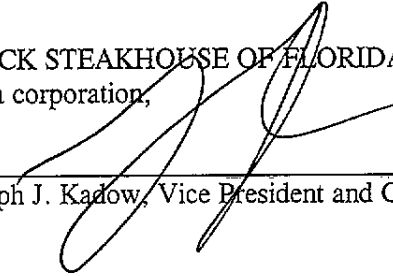
1227 Anderson Highway  
Cumberland, Virginia 23040

F99000004555

*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 9<sup>th</sup> day of July, 19 99.

OUTBACK STEAKHOUSE OF FLORIDA, INC.,  
a Florida corporation,

By:   
Joseph J. Kadow, Vice President and General Counsel

PSL ENTERPRISES, INC., a Georgia corporation

By: Pauline Levy

Its: Pres

Print Name: Pauline Levy

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

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
JUN 21 11:00 AM '99

The undersigned, constituting all of the general partners of OUTBACK ATLANTA 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 21 day of June, 19 99.

OUTBACK STEAKHOUSE OF FLORIDA, INC.,  
a Florida corporation,

By: [Signature]  
Joseph J. Kadow, Vice President and General Counsel

PSL ENTERPRISES, INC., a Georgia corporation

By: Pauline Levy

Its: Pro

Print Name: Pauline Levy