



**THE UNITED STATES
CORPORATION
COMPANY**

B00000000322

ACCOUNT NO. : 072100000032
 REFERENCE : 865867 7170708
 AUTHORIZATION : *Patricia Pizzuto*
 COST LIMIT : \$ ~~271.25~~

ORDER DATE : October 17, 2000
 ORDER TIME : 2:44 PM
 ORDER NO. : 865867-005
 CUSTOMER NO: 7170708

148.75

FILED
 OCT 19 PM 3:47
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

CUSTOMER: Ms. Julie Skukalek
 Carrabba's Italian Grill, Inc.
 5th Floor
 2202 North Westshore Blvd.
 Tampa, FL 33607

500003427985-6

FOREIGN FILINGS

NAME: WIBEL OF MICHIGAN, LIMITED PARTNERSHIP

(5)

XXXX QUALIFICATION (TYPE: LP)

(Signature)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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

CONTACT PERSON: Sandra Mathis EXT 1165

SM
10/19



file second

FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

October 19, 2000

SANDRA MATHIS
CSC
TALLAHASSEE, FL

SUBJECT: WIBEL OF MICHIGAN, LIMITED PARTNERSHIP
Ref. Number: W00000025233

FILED
00 OCT 19 PM 3:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for WIBEL OF MICHIGAN, LIMITED PARTNERSHIP and the authorization to debit your account in the amount of \$148.75. However, the document has not been filed and is being returned for the following:

As discussed, if the limited partner contributions anticipated to be allocated for busines in Florida total ZERO, as presently seems to be indicated, then the TOTAL AMOUNT required to file the limited partnership and to obtain a certified copy and a CUS would be \$148.75. I have already changed the amount on the cover sheet.

Also, as discussed, before we can file this limited partnership, its corporate general partner -- WIBEL GROUP OF MICHIGAN, INC. -- will need to be qualified in Florida.

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: 800A00054746

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
00 OCT 19 PM 12:51
NOT READED
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

**APPLICATION BY FOREIGN LIMITED PARTNERSHIP FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

1. WIBEL OF MICHIGAN, LIMITED PARTNERSHIP
(Name of limited partnership as it is in the home state)

2. _____
(If name is unavailable, name under which the limited partnership proposes to register or transact business in Florida;
must contain the word "LIMITED" or "LTD.")

3. Michigan 4. September 14, 2000
(State of Formation) (Date of Formation)

5. Corporation Service Company
(Name of Registered Agent for Service of Process)

6. 1201 Hays Street
(Street Address of Registered Office)

Tallahassee, Florida 32301
(City) (Zip Code)

7. Acceptance by the Registered Agent for Service of Process:

Corporation Service Company
By: Lynette Coleman Lynette Coleman
(Agent must sign on this line) as its agent

8. 581 Bennington, Bloomfield Hills, MI 48304

(Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS STREET ADDRESS

Wibel Group of Michigan, Inc. 581 Bennington, Bloomfield Hills, MI 48304

Followup 5856

10. 581 Bennington, Bloomfield Hills, MI 48394
(Office where Names, Addresses and Contributions of Limited Partners are kept.)

11. The limited partnership will undertake to keep the records listing the addresses and capital contributions of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.

CONTINUED

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00 OCT 19 PM 3:47
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

12, 581 Bennington, Bloomfield Hills, MI 48304

(Mailing Address of Limited Partnership)

Under penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 16th day of October, 2000.

[Signature]
General Partner

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00 OCT 19 PM 3:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF MICHIGAN

COUNTY OF OAKLAND

On this 16th day of October, 2000

MARK V. WIBA personally appeared before me,

who is personally known to me

whose identity I proved on the basis of _____

Molly M. Brown
(Notary Public Signature)

MOLLY M. BROWN
(Notary's Printed Name)

Seal

My Commission Expires: 1-26-2002

MOLLY MARIE BROWN
NOTARY PUBLIC - OAKLAND COUNTY, MI
MY COMMISSION EXP. 01/26/2002

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared Mark V. Wibel
a general partner of Wibel of Michigan, Limited Partnership, a (an)
limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

- 1. The amount of capital contributions of the limited partners is \$ 0
- 2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 0

Under the penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 16th day of October, 2000.

[Signature]
General Partner

FILED
00 OCT 19 PM 3:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF MICHIGAN
COUNTY OF Oakland

On this 16th day of October, 2000,

MARK V. WIBEL, personally appeared before me,

- who is personally known to me
- whose identity I proved on the basis of _____

[Signature]
(Notary Public Signature)

MOLLY M. BROWN
(Notary's Printed Name)

Seal

My Commission Expires:

MOLLY MARIE BROWN
NOTARY PUBLIC - OAKLAND COUNTY, MI
MY COMMISSION EXP. 01/26/2002