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ACCOUNT NO. : 072100000032

REFERENCE : 804235 7170708

AUTHORIZATION : *Patricia Pigato*

COST LIMIT : \$ 87.50

ORDER DATE : August 18, 2000

ORDER TIME : 2:01 PM

ORDER NO. : 804235-035

CUSTOMER NO: 7170708

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG 30 AM 9:00

FOREIGN FILINGS (4)

NAME: SABBARRAC'S RESTAURANT GROUP,
INC.

RECEIVED
00 AUG 30 PM 3:24
DEPARTMENT OF REVENUE
TAMPA, FL 33607

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX CERTIFICATE OF GOOD STANDING

500003378105--0

CONTACT PERSON: Norma Hull

BK 8/30

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

FILED
DEPT. OF STATE
DIVISION OF CORPORATIONS
00 AUG 30 AM 9:00

1. SABBARRAC'S RESTAURANT GROUP, INC.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. MICHIGAN 3. 38-3550027
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. JULY 11, 2000 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. UPON APPROVAL
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 581 BENNINGTON, BLOOMFIELD HILLS, MICHIGAN 48304
(Current mailing address)

8. OPERATE FULL SERVICE RESTAURANT
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street
Tallahassee, Florida, 32301
(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Corporation Service Company

By: BRIAN COURTNEY, ASST. V.P.
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: MARK V. WIBEL

Address: 581 BENNINGTON, BLOOMFIELD, MICHIGAN 48304

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

00 AUG 30 AM 9:00
SECRETARY OF STATE
DIVISION OF CONSTITUTIONS

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: MARK V. WIBEL

Address: 581 BENNINGTON

BLOOMFIELD, MICHIGAN 48304

Vice President: _____

Address: _____

Secretary: MARK V. WIBEL

Address: 581 BENNINGTON

BLOOMFIELD, MICHIGAN 48304

Treasurer: MARK V. WIBEL

Address: 581 BENNINGTON

BLOOMFIELD, MICHIGAN 48304

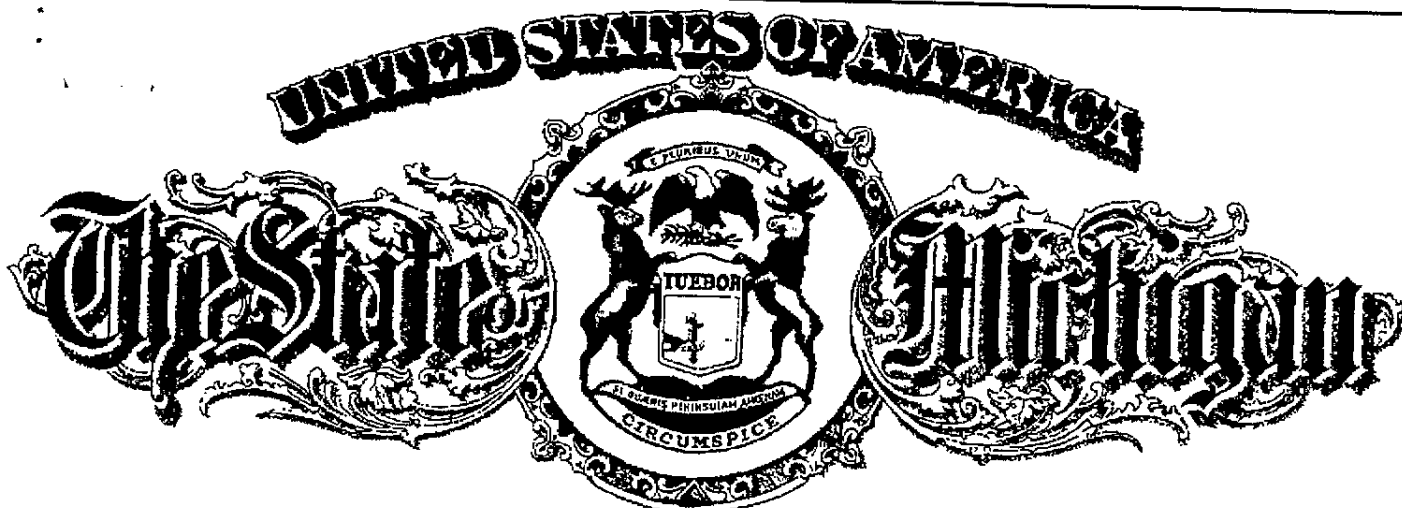
NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. _____

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. MARK V. WIBEL, PRESIDENT

(Typed or printed name and capacity of person signing application)



Michigan Department of Consumer and Industry Services

Lansing, Michigan

This is to Certify That

SABBARRAC'S RESTAURANT GROUP, INC.

was validly incorporated on July 11, 2000, as a Michigan profit corporation,
and said corporation is validly in existence under the laws of this State.

This certificate is issued to attest to the fact that the corporation is in good standing
in this office as of this date and is duly authorized to transact business or conduct
affairs in Michigan and for no other purpose. It is in the usual form, made by me
as the proper officer, and is entitled to have full faith and credit given it in every
court and office within the United States.

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
00 AUG 30 AM 9:00

In testimony whereof, I have hereunto set my
hand and affixed the Seal of the Department,
in the City of Lansing, this 28th day
of August, 2000.

, Director

173 0515266

Corporation, Securities and Land Development Bureau

GOLD SEAL APPEARS ONLY ON ORIGINAL