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File # 100-3566

LIMITED LIABILITY AMENDMENT

BONEFISH GRILL OF SAFETY HARBOR, LLC

TO BE EFFECTIVE JULY 1, 2001

| | |
|-----------------------|---------|
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**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
BONEFISH GRILL OF SAFETY HARBOR, LLC**

The undersigned, acting as the sole member of Bonefish Grill of Safety Harbor, LLC, a Florida limited liability company (the "Company"), whose Articles of Organization were originally filed with the Florida Department of State on January 31, 2001, adopts the following Amended and Restated Articles of Organization of the Company, to be effective as of July 1, 2001, at 12:01 a.m.:

ARTICLE I

Name

The name of the Company is Bonefish Grill of Safety Harbor, LLC.

ARTICLE II

Principal Office and Mailing Address

The principal office and mailing address of the Company is 5901 Fourth Street North, St. Petersburg, Florida 33703.

ARTICLE III

Registered Agent and Office

The street address of the registered office of the Company is 501 East Kennedy Boulevard, Suite 1700, Tampa, Florida 33602, and the name of its registered agent at that address is Fowler, White, Gillen, Boggs, Villareal and Banker, P.A. c/o Scott P. Andrew.

ARTICLE IV

Management

The Company shall be a manager-managed company.

[Signature Page Next]

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These Amended and Restated Articles of Organization are being filed pursuant to Section 608.411 of the Florida Statutes and have been duly executed by the undersigned sole member of the Company on this 29th day of June, 2001.

MEMBER:

Bonefish Grill, LLC
a Florida limited liability company

By: 
Timothy V. Curci, Manager

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