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105-98041

LIMITED LIABILITY COMPANY

Florida Steakhouse I, LLC

Certificate of Status	0
Certified Copy	1
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ARTICLES OF ORGANIZATION
OF
FLORIDA STEAKHOUSE I, LLC

Pursuant to the provisions of Sections 608.401, *et seq.* of the Florida Limited Liability Company Act, as amended (the "Act"), the undersigned hereby adopts the following Limited Liability Company Articles of Organization:

ARTICLE I
NAME

The name of the limited liability company is Florida Steakhouse I, LLC (the "Company").

ARTICLE II
PRINCIPAL PLACE OF BUSINESS

The principal office of the Company shall be located at:

15000 Emerald Coast Parkway
Destin, Florida 32541

and its mailing address is the same.

ARTICLE III
REGISTERED OFFICE; REGISTERED AGENT

The location and street address of the initial registered office of the Company shall be 15000 Emerald Coast Parkway, Destin, Florida 32541, and its registered agent at such address shall be Stewart R. Dudley.

ARTICLE IV
MANAGERS

The Company is to be managed by one (1) or more Managers in accordance with the provisions set forth in the Operating Agreement of the Company. The name and address of the initial Managers of the Company, who shall serve until their successors are elected and shall begin serving, are:

James C. Lee, III
111 Oxmoor Road
Birmingham, Alabama 35209

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Bill Parker
15000 Emerald Coast Parkway
Destin, Florida 32541

Stewart R. Dudley
111 Oxmoor Road
Birmingham, Alabama 35209

ARTICLE V
DURATION

The Company shall have perpetual duration unless it is dissolved and its affairs wound up in accordance with the Act or the Operating Agreement of the Company.

ARTICLE VI
PURPOSES

The purposes for which the Company is formed are to engage in the business of owning, operating and managing a RUTH'S CHRIS® Steak House franchise restaurant, together with any and all activities or services which may be related to or incidental thereto.

ARTICLE VII
DISSOLUTION BY REASON OF CESSATION OF MEMBERSHIP

The cessation of membership of one (1) or more Members of the Company will not result in the dissolution of the Company unless required under the Act upon the cessation of the last remaining Member.

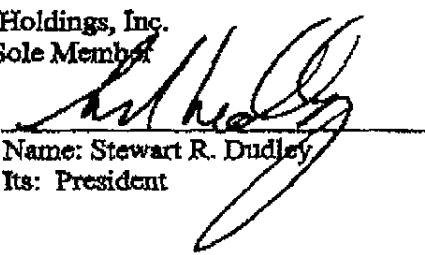
ARTICLE VIII
REGULATION OF INTERNAL AFFAIRS

The provisions for the regulation of the internal affairs of the Company are set forth in the Operating Agreement of the Company, as the same may be amended from time to time in accordance with its terms.

IN WITNESS WHEREOF, these Articles have been subscribed as of the 4th day of October, 2005, by the undersigned sole Member of the Company who affirms that the statements made herein are true under the penalties of perjury.

BUFFALO RESTAURANTS, LLC

By: BR Holdings, Inc.
Its: Sole Member

By: 

Name: Stewart R. Dudley
Its: President

**STATEMENT OF REGISTERED AGENT
OF
FLORIDA STEAKHOUSE I, LLC**

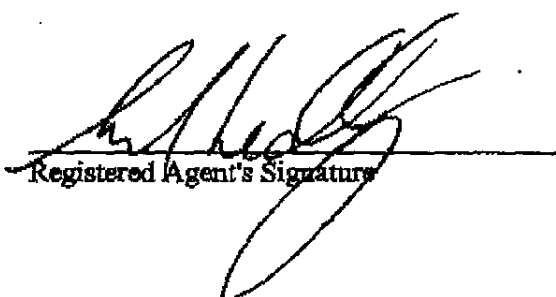
The name of the limited liability company is Florida Steakhouse I, LLC (the "Company").

The name and the Florida address of the Registered Agent of the Company are:

Stewart R. Dudley
15000 Emerald Coast Parkway
Destin, Florida 32541

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

DATED: October 4, 2005.


Registered Agent's Signature