



THE UNITED STATES  
CORPORATION  
COMPANY

# L99000003198

ACCOUNT NO. : 072100000032

REFERENCE : 261893 84041A

AUTHORIZATION :

*Patricia Pizzuto*

COST LIMIT : \$ 285.00

ORDER DATE : June 3, 1999

ORDER TIME : 11:32 AM

ORDER NO. : 261893-005

CUSTOMER NO: 84041A

600002894116--3

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

DOMESTIC FILING

NAME: OH YEH, L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

EXAMINER'S INITIALS: \_\_\_\_\_

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 JUN -3 PM 4:41

RECEIVED  
99 JUN -3 PM 12:10  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

*BK*  
*6/3/99*

**ARTICLES OF ORGANIZATION  
OF  
OH YEH, L.C.**

The undersigned, acting as the organizers of a limited liability company under the Florida Limited Liability Company Act, hereby adopts the following Articles of Organization for such limited liability company:

**Article 1 -Name**

The name of the limited liability company is: OH YEH, L.C. (the "Company")

**Article 2 -Address**

The mailing address and street address of the principal office of the Company is: 550 North Reo Street, Suite 200, Tampa, Florida 33609

**Article 3 Duration**

The Company shall dissolve in thirty (30) years following the date of filing of these Articles with the Florida Department of State, or upon the earlier occurrence of any of the following events:

- (1) By the unanimous written agreement of the members of the Company (each a "Member" collectively the "Members");
- (2) Upon the death, bankruptcy, or dissolution of a Member, the occurrence of which event is considered a "Dissociation" of such Member;
- (3) Notwithstanding the foregoing, upon the Dissociation of a Member, the business of the Company may be continued by the consent of a majority in interest of the remaining Members within ninety (90) days after the Dissociation, or
- (4) Otherwise as provided by law.

**ARTICLE 4 MANAGEMENT**

The Company is to be managed by its Members and the names and addresses of such Members are:

Chris T. Sullivan	550 North Reo Street, Suite 200, Tampa, Florida 33609
Scott Estes	550 North Reo Street, Suite 200, Tampa, Florida 33609
Sam Tancredi	550 North Reo Street, Suite 200, Tampa, Florida 33609
Paul E. Avery	550 North Reo Street, Suite 200, Tampa, Florida 33609

**ARTICLE 5 ADMISSION OF ADDITIONAL MEMBERS**

The initial Members can admit such additional Members on the terms and conditions as the initial Members deem appropriate and as set forth in any operating agreement subsequently entered into by the initial Members.

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**ARTICLE 6 REGISTERED AGENT AND OFFICE**

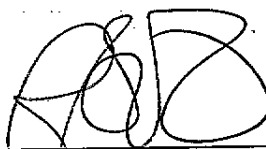
The name and address of the registered agent and office is: Joseph J. Kadow, 550 North Reo Street, Suite 200, Tampa, Florida 33609.


**ARTICLE 7 EXISTENCE**

This company shall commence its existence on the date this document is filed with the Florida Secretary of State.

Dated: May 29, 1999.

  
CHRIS T. SULLIVAN

  
SCOTT ESTES

  
SAM TANCREDI

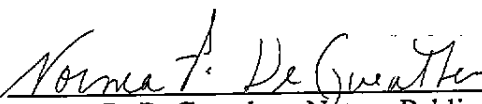
  
PAUL E. AVERY

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 29<sup>th</sup> day of May, 1999, by Chris T. Sullivan, Scott Estes, Sam Tancredi, and Paul E. Avery, who are each personally known to me, and who did not take an oath.



Norma P. DeGuenther  
MY COMMISSION # CC629617 EXPIRES  
March 13, 2001  
BONDED THRU TROY FAIR INSURANCE, INC

  
Norma P. DeGuenther, Notary Public State of Florida

My Commission Number is: CC629617  
My Commission Expires: 3/13/2001

**ACCEPTANCE BY REGISTERED AGENT**

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.

Dated: May 29<sup>th</sup>, 1999.

  
JOSEPH J. KADOW, Registered Agent

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**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS  
OF  
OH YEH, L.C.**

The undersigned Members of OH YEH, L.C. depose and say:

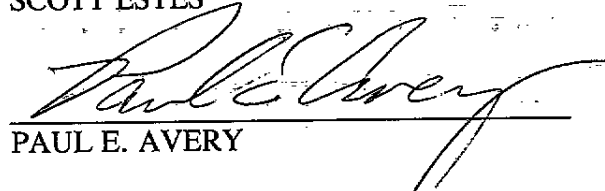
1. The above named limited liability company has at least one member.
2. The total amount of cash contributed by the Members is \$ 195,000.00
3. If any, the agreed value of property other than cash contributed by Members is \$ 0.
4. The total amount of cash or property anticipated to be contributed by Members is \$ 135,000.00. (This total includes amounts from 2 and 3 above.)

Dated: May 29, 1999.

  
CHRIS T. SULLIVAN

  
SCOTT ESTES

  
SAM TANCREDI

  
PAUL E. AVERY

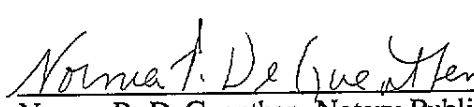
(In accordance with Section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 29<sup>th</sup> day of May, 1999, by Chris T. Sullivan, Scott Estes, Sam Tancredi, and Paul E. Avery, who are each personally known to me, and who did not take an oath.



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