

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Outback/Fleming's, LLC
(Name of Foreign Limited Liability Company)

Dear Sir or Madam:

The enclosed application, certificate and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Ely Hernandez

(Name of Person)

OSI/Fleming's, LLC

(Firm/Company)

2202 N West Shore Blvd., 5th Floor

(Address)

Tampa, FL 33607

(City/State and Zip Code)

For further information concerning this matter, please call:

Elyannah Hernandez

(Name of Person)

at (813)

282-1225

(Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Enclosed is a check for the following amount:

☐ \$25 Filing Fee

☐ \$30 Filing Fee &
Certificate of Status

☐ \$55 Filing Fee &
Certified Copy

☒ \$60 Filing Fee,
Certificate of Status &
Certified Copy

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO FILE
AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

SECTION I (1-3 must be completed)

1. Name of limited liability company as it appears on the records of the Florida Department of State: Outback/Fleming's, LLC
2. Jurisdiction of its organization: DE
3. Date authorized to do business in Florida: 04/05/2000

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the limited liability company, when was the change effected under the laws of its jurisdiction of organization? 04/05/2000
5. New name of the limited liability company: OSI/Fleming's, LLC
(must end with "Limited Liability Company," "L.L.C." or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must end with "Limited Liability Company," "L.L.C." or "LLC.")

6. If the amendment changes the period of duration, indicate new period of duration:

7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:

8. If the amendment corrects any false statement, indicate the statement being corrected and the correction:

9. Attached is an original certificate, no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.

Signature of a member or the authorized representative of a member

A William Allen, III

Manager

Typed or printed name of signee

Filing Fee: \$25.00

FILED
2008 JAN -8 AM 11:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"BLUE CORAL SEAFOOD AND SPIRITS, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

WITH AND INTO "OUTBACK/FLEMING'S, LLC" UNDER THE NAME OF "OSI/FLEMING'S, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE NINETEENTH DAY OF DECEMBER, A.D. 2007, AT 11:40 O'CLOCK A.M.

3095684 8100M

071340434

You may verify this certificate online
at corp.delaware.gov/authvar.shtml



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 6252967

DATE: 12-19-07

2008 JAN -8 AM 11:30
STATE OF FLORIDA
TALLAHASSEE

FILED

DEC-18-2007 11:45

OUTBACK

813 281 2114 P.06

State of Delaware
Secretary of State
Division of Corporations
Delivered 11:40 AM 12/19/2007
FILED 11:40 AM 12/19/2007
SRV 071340434 - 3095684 FILE

**STATE OF DELAWARE
CERTIFICATE OF MERGER OF
DOMESTIC LIMITED LIABILITY COMPANIES**

Pursuant to Title 6, Section 18-209 of the Delaware Limited Liability Act, the undersigned limited liability company executed the following Certificate of Merger:

FIRST: The name of the surviving limited liability company is

Outback/Fleming's, LLC

and the name of the limited liability company being merged into this surviving limited liability company is Blue Coral Seafood and Spirits, LLC

SECOND: The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent limited liability companies.

THIRD: The name of the surviving limited liability company is

Outback/Fleming's, LLC changing the name to OSU/Fleming's, LLC

FOURTH: The merger is to become effective on filing

FIFTH: The Agreement of Merger is on file at 2202 N. Westshore Blvd., 5th Floor, Tampa, FL 33507

the place of business of the surviving limited liability company.

SIXTH: A copy of the Agreement of Merger will be furnished by the surviving limited liability company on request, without cost, to any member of the constituent limited liability companies.

IN WITNESS WHEREOF, said surviving limited liability company has caused this certificate to be signed by an authorized person, the 18th day of December, A.D., 2007

By: [Signature]

Authorized Person

Name: A. William Allen, III

Print or Type

Title: Manager / Authorized Representative

FILED
2008 JAN -8 AM 11:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA