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Division of Corporations

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FLORIDA NON-PROFIT CORPORATION

Outback Steakhouse Pro-Am Foundation, Inc.

Certificate of Status	0
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Corporate Filing

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Articles of Incorporation
of
OUTBACK STEAKHOUSE PRO-AM FOUNDATION, INC.
a Florida not-for-profit corporation

ARTICLE I
Corporate Name

The name of the Corporation is Outback Steakhouse Pro-Am Foundation, Inc.

ARTICLE II
Corporate Address

The address of the principal office and the mailing address of the Corporation is: 2202 N. West Shore Boulevard, 5th Floor, Tampa, FL 33607

ARTICLE III
Not For Profit

The Corporation is a not-for-profit corporation under the laws of the State of Florida. The Corporation is not formed for pecuniary profit.

ARTICLE IV
Corporate Purposes

The Corporation is organized exclusively for charitable, religious, educational and scientific purposes, including, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code (collectively, the "Code") and to do such things to accomplish its purposes as the Directors determine appropriate and as are not forbidden by Section 501(c)(3) of the Code, with all the power granted to nonprofit corporations under Florida law.

No part of the Corporation's net earnings shall inure to the benefit of or be distributable to any member, trustee, officer or other private person, except that reasonable compensation may be paid for services rendered.

No substantial part of the Corporation's activities shall be carrying on of propaganda or otherwise attempting to influence legislation and the Corporation shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of these articles, the Corporation is organized exclusively for charitable, educational, religious or scientific purposes as specified in Section 501(c)(3) of the Code and shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Code or by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

In the event of dissolution, all of the remaining assets of the Corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Code or shall be distributed to the federal, state or local government for a public purpose. Any assets not so disposed of shall be disposed of by

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a County or Circuit Court Judge of the State of Florida, Hillsborough County, as such judge determines will best accomplish the general purposes for which the Corporation was organized.

ARTICLE V
Election of Directors

The initial Board of Directors of the Corporation shall be comprised of three (3) people. The Directors shall be elected annually, in accordance with the Bylaws. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than three (3).

ARTICLE VI
No Members

The Corporation shall not have Members and shall not issue membership certificates.

ARTICLE VII
Non-stock Basis

This Corporation is organized on a non-stock basis. The Corporation shall not issue shares of stock.

ARTICLE VIII
Commencement of Existence

The Corporation shall be deemed to commence on the date of filing of Articles of Incorporation.

ARTICLE IX
Duration

The duration of the corporation is perpetual.

ARTICLE X
Registered Office and Registered Agent

The street address of the initial registered office of the Corporation in the State of Florida shall be 2202 N. West Shore Boulevard, 5th Floor, Tampa, FL 33607. The name of the initial registered agent of the Corporation at the registered office shall be Joseph J. Kadow.

ARTICLE XI
Incorporator

The name and address of the Incorporator of the Corporation is: Joseph J. Kadow, 2202 N. West Shore Boulevard, 5th Floor, Tampa, FL 33607


IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation this 23rd day of September 2003.



Joseph J. Kadow, Incorporator

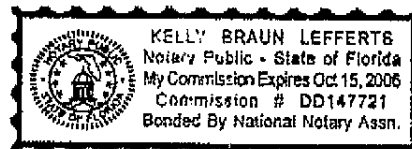
STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 23rd day of September 2003, by
Joseph J. Kadow who is personally known to me.



Notary Public

Printed Name



**Acceptance of Registered Agent
for
OUTBACK STEAKHOUSE PRO-AM FOUNDATION, INC.
a Florida not-for-profit corporation**

I, Joseph J. Kadow, having signed the within as registered agent of Outback Steakhouse Pro-Am Foundation, Inc., (the "Corporation") at the registered address of 2202 N. West Shore Boulevard, 5th Floor, Tampa, FL 33607, do hereby agree as registered agent to accept service of process, to keep an office of the Corporation open during the prescribed hours, and to post my name, and that any officer of the Corporation authorized to accept service of process at the above Florida designated address, in some conspicuous place in the office of the Corporation as required by law.



JOSEPH J. KADOW
REGISTERED AGENT

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