

12/29/2006

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Division of Corporations

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P95000003626

Florida Department of State

Division of Corporations

Public Access System

Electronic Filing Cover Sheet

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To:

Division of Corporations

Fax Number : (850) 205-0380

Account Name : OUTBACK STEAKHOUSE

Account Number : 072731001666

Phone : (813) 282-1225

Fax Number : (813) 281-2114

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DIVISION OF CORPORATIONS

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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MERGER OR SHARE EXCHANGE

Carrabba's Italian Grill, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$87.50

Handwritten: 105.00 P95-3626
Signature: [Handwritten signature]

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Corporate Filing Menu

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EFFECTIVE DATE

1-1-07

H06000303413 3

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Carrabba's Italian Grill, Inc.

(Name of Surviving Party)

The enclosed Certificate of Merger and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

Kelly Lefferts

(Contact Person)

OSI Restaurant Partners, Inc.

(Firm/Company)

2202 North West Shore Boulevard, 5th Floor

(Address)

Tampa, FL 33607

(City, State and Zip Code)

For further information concerning this matter, please call:

Kelly Lefferts

(Name of Contact Person)

at (813) 282-1225

(Area Code and Daytime Telephone Number)

☐ Certified copy (optional) \$52.50

STREET ADDRESS:

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

MAILING ADDRESS:

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

2006 DEC 29 AM 11:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

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Certificate of Merger
For
Florida Limited Partnership or Limited Liability Limited Partnership

The following Certificate of Merger is submitted in accordance with s. 620.2108, Florida Statutes.

FIRST: The exact name, form/entity type, and jurisdiction for each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Miami Beach Carrabba's, Ltd.	Florida	Limited Partnership
<u>1404-680</u>		

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TALLAHASSEE, FLORIDA

SECOND: The exact name, form/entity type, and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
Carrabba's Italian Grill, Inc.	Florida	Corporation
<u>895-3626</u>		

THIRD: The date the merger is effective under the governing laws of the surviving party is: 01/01/2007

(NOTE: If survivor is a Florida limited partnership or limited liability limited partnership, effective date cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State. If survivor is not a Florida limited partnership or limited liability limited partnership, effective date shall be as provided in survivor's governing statute.)

FOURTH: The merger was approved by each party as required by its governing law.

1 of 3

EFFECTIVE DATE
1-1-07

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HD0000303712 2

FIFTH: If the surviving party is a foreign organization not qualified to transact business in this state, the street address and mailing address of an office which the Florida Department of State may use for the purposes of s. 620.2109(2), F.S., are as follows:

Street address:

Mailing address:

SIXTH: Other provisions, if any, relating to the merger:

NONE

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TALLAHASSEE, FLORIDA

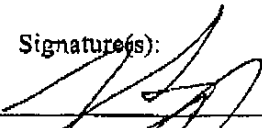
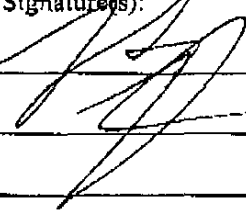
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SEVENTH: Signature(s) for Each Party:

(Merger must be signed by all general partners of Florida limited partnerships or limited liability limited partnerships and by the authorized representative of each other party.)

Name of Entity/Organization:	Signature(s):	Typed or Printed Name of Individual:
Miami Beach Carrabba's, Ltd.		Joseph J. Kadow
Carrabba's Italian Grill, Inc.		Joseph J. Kadow

Fees: Filing Fees: \$52.50 Per Party
Certified Copy: \$52.50 (Optional)
Certificate of Status: \$8.75 (Optional)

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TALLAHASSEE, FLORIDA

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