

P95000084908

ARTICLES OF MERGER
Merger Sheet

MERGING:

000003084690--1

THE CAPITAL GRILLE OF MIAMI, INC., a Florida corp., P95000084908

into

RARE HOSPITALITY MANAGEMENT, INC., a Delaware entity F99000002189

File date: December 23, 1999 , effective December 27, 1999

Corporate Specialist: Susan Payne