

PA 1000064209

ARTICLES OF MERGER  
Merger Sheet

-----  
MERGING:

RCSH 1, INC.  
RUTH'S CHRIS STEAK HOUSE #2, INC.  
RUTH'S CHRIS STEAK HOUSE #3, INC.  
RUTH'S CHRIS STEAK HOUSE #6, INC.

RUTH'S CHRIS STEAK HOUSE #7, INC.  
RUTH'S CHRIS STEAK HOUSE #9, INC.  
RUTH'S CHRIS STEAK HOUSE #13, INC.  
RUTH'S CHRIS STEAK HOUSE #16, INC.

RUTH'S CHRIS STEAK HOUSE #27, INC.  
RUTH'S CHRIS STEAK HOUSE #29, INC.  
RUTH'S CHRIS STEAK HOUSE #38, INC.

RUTH'S CHRIS STEAK HOUSE #39, INC.  
RUTH'S CHRIS STEAK HOUSE OF NORTH CAROLINA, INC.

700003674777-5

INTO

Feb. 8, 2001  
RCSH OPERATIONS, LLC. M00000002728