

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	Conversion to Limited Liability Company

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Carrabba's Italian Grill, Inc.		06/14/2007	CORPORATION: FLORIDA

**RECEIVING PARTY DATA**

<b>Name:</b>	Carrabba's Italian Grill, LLC
<b>Street Address:</b>	2202 N. Westshore Boulevard
<b>Internal Address:</b>	5th Floor
<b>City:</b>	Tampa
<b>State/Country:</b>	FLORIDA
<b>Postal Code:</b>	33607
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: FLORIDA

**PROPERTY NUMBERS Total: 11**

Property Type	Number	Word Mark
Registration Number:	1843015	
Registration Number:	1795108	CARRABBA'S
Registration Number:	2091159	CARRABBA'S ITALIAN GRILL
Registration Number:	2086036	CARRABBA'S ITALIAN GRILL
Registration Number:	2203523	TASTE THE THRILL OF THE GRILL
Registration Number:	2444032	NOT YOUR TYPICAL ITALIAN
Registration Number:	2817361	CARRABBA'S ITALIAN GRILL
Registration Number:	2895677	CARRABBA'S ITALIAN GRILL
Registration Number:	3126250	CARRABBA'S ITALIAN GRILL
Registration Number:	3216529	PEOPLE ARE OUR SPECIALTY
Serial Number:	76674846	GOOD THINGS HAPPEN AROUND OUR TABLE

**CORRESPONDENCE DATA**

CH \$290.00 1843015

Fax Number: (216)696-0740  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 216-861-7864  
Email: clevelandip@bakerlaw.com  
Correspondent Name: Deborah A. Wilcox  
Address Line 1: 1900 East 9th Street  
Address Line 2: 3200 National City Center  
Address Line 4: Cleveland, OHIO 44114

ATTORNEY DOCKET NUMBER:	23781-00003
NAME OF SUBMITTER:	Deborah A. Wilcox
Signature:	/Deborah A. Wilcox/
Date:	06/26/2007

Total Attachments: 4  
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FLORIDA DEPARTMENT OF STATE  
Division of Corporations

June 14, 2007

TRICIA TADLOCK  
CORPDIRECT AGENTS  
TALLAHASSEE, FL

Re: Document Number L07000062830

The Certificate of Conversion and Articles of Organization were filed June 14, 2007, with an organizational date deemed effective January 13, 1995, for CARRABBA'S ITALIAN GRILL, LLC, the resulting Florida Limited Liability Company.

The certification you requested is enclosed. A limited liability company annual report will be due this office between January 1 and May 1 of the year following the calendar year of the file date. A Federal Employer Identification (FEI) number may be required before this report can be filed. Please apply NOW with the Internal Revenue Service by calling 1-800-829-3676 and requesting form SS-4.

Should you have any further questions concerning this matter, please feel free to call (850) 245-6051, the Registration Filing Section.

Buck Kohr  
Document Specialist  
Division of Corporations

Letter Number: 107A00040083

# State of Florida



## Department of State

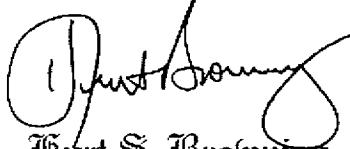
I certify the attached is a true and correct copy of the Certificate of Conversion and Articles of Organization, filed on June 14, 2007, with an organizational date deemed effective January 13, 1995, for CARRABBA'S ITALIAN GRILL, LLC, the resulting Florida Limited Liability Company, as shown by the records of this office.

The document number of this entity is L07000062830.

Given under my hand and the  
Great Seal of the State of Florida  
at Tallahassee, the Capitol, this the  
Fourteenth day of June, 2007



CR2EO22 (01-07)

  
Kurt S. Browning  
Secretary of State

Certificate of Conversion  
For  
Carrabba's Italian Grill, Inc.  
Into  
Carrabba's Italian Grill, LLC

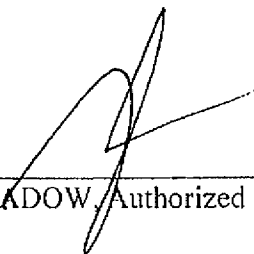
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07 JUN 14 PM 2:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

This Certificate of Conversion and attached Articles of Organization are submitted to convert Carrabba's Italian Grill, Inc., into a limited liability company in accordance with s. 608.439, Florida Statutes.

Carrabba's Italian Grill, Inc., is a corporation first incorporated under the laws of Florida on January 13, 1995, and remains unchanged as of the date of this Certificate.

The name of the Florida limited liability company as set forth in the attached Articles of Organization is Carrabba's Italian Grill, LLC.

\*  
Signed this 14<sup>th</sup> day of June, 2007.

  
\_\_\_\_\_  
JOSEPH J. KADOW, Authorized Representative

\* The corporation was converted in compliance with ss. 607-1112-607.1115, FS, and a plan of conversion was approved by the corporation's board of directors and its shareholders in accordance with Chapter 607, FS. The principal address of the resulting Florida limited liability company will be 2202 N. West Shore Blvd., 5th Floor, Tampa, Florida 33607. The resulting Florida limited liability company will pay shareholders of the corporation with appraisal rights (if applicable) pursuant to ss. 607.1301-1333, Florida Statutes.

ARTICLES OF ORGANIZATION  
FOR  
CARRABBA'S ITALIAN GRILL, LLC

ARTICLE I – Name

The name of the Limited Liability Company is: Carrabba's Italian Grill, LLC

ARTICLE II – Address

The principal office's mailing and street address of the Limited Liability Company is:

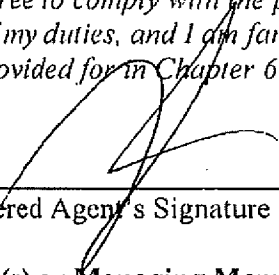
2202 N. West Shore Blvd., 5<sup>th</sup> Floor  
Tampa, FL 33607

ARTICLE III – Registered Agent, Registered Office  
and Registered Agent's Signature

The name and the Florida street address of the registered agent are:

Joseph J. Kadow  
2202 N. West Shore Blvd., 5<sup>th</sup> Floor  
Tampa, FL 33607

*Having been named as registered agent and to accept service of process for the above-stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.*

  
\_\_\_\_\_  
Registered Agent's Signature

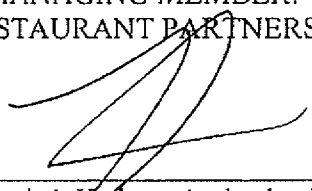
ARTICLE IV – Manager(s) or Managing Member(s)

The name and address for the sole Managing Member are as follows:

OSI Restaurant Partners, LLC  
2202 N. West Shore Blvd., 5<sup>th</sup> Floor  
Tampa, FL 33607

The effective date shall be the date of filing.

SOLE MANAGING MEMBER:  
OSI RESTAURANT PARTNERS, LLC

By:   
\_\_\_\_\_  
Joseph J. Kadow, Authorized  
Representative

FILED  
07 JUN 14 PM 2:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA