

**F93000005918**

Florida Department of State  
Division of Corporations  
Public Access System

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To:

Division of Corporations  
Fax Number : (850) 205-0380

From:

Account Name : C T CORPORATION SYSTEM  
Account Number : FCA000000023  
Phone : (850) 222-1092  
Fax Number : (850) 878-5926

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2006 APR 17 PM 1:36

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**COR AMND/RESTATE/CORRECT OR O/D RESIGN**

**F & W CATERING, INC.**

Certificate of Status	0
Certified Copy	0
Page Count	09
Estimated Charge	\$35.00

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DIVISION OF CORPORATIONS

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### COVER LETTER

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** F&W Catering, Inc.  
(Name of Corporation)

**DOCUMENT NUMBER:** F93000005918

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Sandy Gilliam  
(Name of Contact Person)

North American Midway Entertainment LLC  
(Firm/Company)

8560 W Sunset Blvd., 7th Floor  
(Address)

West Hollywood, CA 90069  
(City/State and Zip Code)

For further information concerning this matter, please call:

Sandy Gilliam at ( 310 ) 691-5257  
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

<input type="checkbox"/> \$35.00 Filing Fee	<input type="checkbox"/> \$43.75 Filing Fee & Certificate of Status	<input type="checkbox"/> \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed)	<input type="checkbox"/> \$52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed)
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**Mailing Address:**  
Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address:**  
Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**PROFIT CORPORATION**  
**APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO**  
**APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**  
(Pursuant to s. 607.1504, F.S.)

**SECTION I**  
**(1-3 MUST BE COMPLETED)**

F93000005918

(Document number of corporation (if known))

1. F&W Catering, Inc.  
(Name of corporation as it appears on the records of the Department of State)
2. Mississippi 3. 12/29/1993  
(Incorporated under laws of) (Date authorized to do business in Florida)

**SECTION II**  
**(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)**

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 1/31/06
5. North American Midway Entertainment-Catering South, Inc.  
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

6. If the amendment changes the period of duration, indicate new period of duration.
- \_\_\_\_\_
- (New duration)
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.
- \_\_\_\_\_
- (New jurisdiction)

(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

### Key Organi

(Typed or printed name of person signing)

**Assistant Secretary**

(Title of person signing)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

# State of Mississippi

## Office of the Secretary of State

Eric Clark, Secretary of State  
Jackson, Mississippi

### CERTIFICATE

I, ERIC CLARK, Secretary of State of the State of Mississippi, and as such, the legal custodian of the corporate records, required by the laws of Mississippi, to be filed in my office, do hereby certify:

That on January 13, 1981, the State of Mississippi issued a Charter/Certificate of Authority to:

NORTH AMERICAN MIDWAY ENTERTAINMENT-CATERING SOUTH, INC.

That the state of incorporation is MISSISSIPPI.

That the period of duration is 99 years.

That according to the records of this office, Articles of Dissolution or a Certificate of Withdrawal have not been filed.

That according to the records of this office, a current Annual Report has been delivered to the Office of the Secretary of State.

I further certify that all fees, taxes and penalties owed to this state, as reflected in the records of the Secretary of State, have been paid and that the corporation is in existence or has authority to transact business in Mississippi.



Given under my hand  
and seal of office  
April 13, 2006

*Eric Clark*

ERIC CLARK  
Secretary of State

# State of Mississippi

Secretary of State's Office

Eric Clark

Secretary of State  
Jackson, Mississippi

NORTH AMERICAN MIDWAY ENTERTAINMENT-CATERING SOUTH, INC.

Business ID: 211353

The attached 4 pages are true and correct copies of documents filed in the Mississippi Secretary of State's Office pursuant to the Mississippi Code of 1972 Annotated.

This the 13th day of April, 2006.



SECRETARY OF STATE

P.O. Box 136

Jackson, MS 39205

(601) 359-1633

*Eric Clark*

Eric Clark

Secretary of State

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Business ID: 211353  
Date Filed: 01/31/2006 12:00 PM  
Eric Clark  
Secretary of State

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OFFICE OF THE MISSISSIPPI SECRETARY OF STATE  
P.O. BOX 136, JACKSON, MS 39203-0136 (601) 359-1333  
Articles of Amendment

The undersigned persons, pursuant to Section 79-4-10.06 (if a profit corporation) or Section 79-11-305 (if a nonprofit corporation) of the Mississippi Code of 1972, hereby execute the following document and set forth:

1. Type of Corporation



Profit



Nonprofit

2. Name of Corporation

F & W Catering, Inc.

3. The future effective date is  
(Complete if applicable)

4. Set forth the text of each amendment adopted. (Attach page)

5. If an amendment for a business corporation provides for an exchange, reclassification, or cancellation of issued shares, set forth the provisions for implementing the amendment if they are not contained in the amendment itself. (Attach page)

6. The amendment(s) was (were) adopted on

January 26, 2006

Date(s)

FOR PROFIT CORPORATION (Check the appropriate box)

Adopted by

☐

the incorporators

☐

directors without shareholder action and  
shareholder action was not required.

FOR NONPROFIT CORPORATION (Check the appropriate box)

Adopted by

☐

the incorporators

☐

board of directors without member action and  
member action was not required.

FOR PROFIT CORPORATION

7. If the amendment was approved by shareholders

(a) The designation, number of outstanding shares, number of votes entitled to be cast by each voting group entitled to vote separately on the amendment, and the number of votes of each voting group indisputably represented at the meeting were

Designation

No. of outstanding  
shares

No. of votes entitled  
to be cast

No. of votes  
indisputably represented

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**OFFICE OF THE MISSISSIPPI SECRETARY OF STATE**  
**P.O. BOX 136, JACKSON, MS 39205-0136 (601) 359-1333**  
**Articles of Amendment**



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**(b) EITHER**

(i) the total number of votes cast for and against the amendment by each voting group entitled to vote separately on the amendment was

Voting group	Total no. of votes cast FOR	Total no. of votes cast AGAINST

**OR**

(ii) the total number of undisputed votes cast for the amendment by each voting group was

Voting group	Total no. of undisputed votes cast FOR the plan
Sole Shareholder	100%

and the number of votes cast for the amendment by each voting group was sufficient for approval by that voting group.

**FOR NONPROFIT CORPORATION****8. If the amendment was approved by the members**

(a) The designation, number of memberships outstanding, number of votes entitled to be cast by each class entitled to vote separately on the amendment, and the number of votes of each class indisputably represented at the meeting were

Designation	No. of memberships outstanding	No. of votes entitled to be cast	No. of votes indisputably represented

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**OFFICE OF THE MISSISSIPPI SECRETARY OF STATE**  
**P.O. BOX 136, JACKSON, MS 39205-0136 (601) 359-1333**  
**Articles of Amendment**

**(b) EITHER**

(i) the total number of votes cast for and against the amendment by each class entitled to vote separately on the amendment was

Voting class	Total no. of votes cast FOR	Total no. of votes cast AGAINST
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

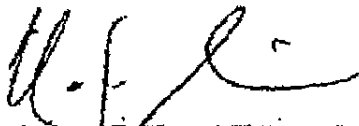
OR

(ii) the total number of undisputed votes cast for the amendment by each class was

Voting class	Total no. of undisputed votes cast FOR the amendment
<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>

and the number of votes cast for the amendment by each voting group was sufficient for approval by that voting group.

By: Signature



(Please keep writing within blocks)

Printed Name

Ned S. Goldstein

Title

Secretary

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**AMENDMENT TO THE ARTICLES OF INCORPORATION OF  
F & W CATERING, INC.**

**AMENDMENT I**

The name of the corporation is North American Midway Entertainment-Catering  
South, Inc.

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