

P09000010574

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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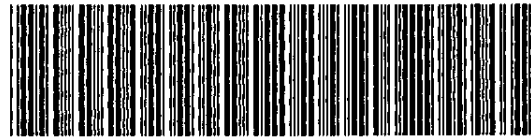
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
11 AUG 16 PM 12:10

*Amend*  
C.COULLIETTE

AUG 18 2011

EXAMINER

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** Shakers Lounge, Inc.

**DOCUMENT NUMBER:** P09000010574

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Mark Powalisz

Name of Contact Person

Firm/ Company

1375 State Road 436

Address

Casselberry, FL 32707

City/ State and Zip Code

mark@shakersloungeinc.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Mark Powalisz

Name of Contact Person

at ( 407 )

263-4039

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

☒ \$35 Filing Fee

☐ \$43.75 Filing Fee &  
Certificate of Status

☐ \$43.75 Filing Fee &  
Certified Copy  
(Additional copy is enclosed)

☐ \$52.50 Filing Fee  
Certificate of Status  
Certified Copy  
(Additional Copy is enclosed)

**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

Articles of Amendment  
to  
Articles of Incorporation  
of

Shakers Lounge, Inc.

(Name of Corporation as currently filed with the Florida Dept. of State)

P09000010574

(Document Number of Corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this **Florida Profit Corporation** adopts the following amendment(s) to its Articles of Incorporation:

**A. If amending name, enter the new name of the corporation:**

*The new name must be distinguishable and contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.," or the designation "Corp.," "Inc.," or "Co.". A professional corporation name must contain the word "chartered," "professional association," or the abbreviation "P.A."*

**B. Enter new principal office address, if applicable:**

*(Principal office address **MUST BE A STREET ADDRESS**)*

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**C. Enter new mailing address, if applicable:**

*(Mailing address **MAY BE A POST OFFICE BOX**)*

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:**

Name of New Registered Agent:

Mark Powalisz

New Registered Office Address:

1375 State Road 436

(Florida street address)

Casselberry

(City)

Florida 32707

(Zip Code)

**New Registered Agent's Signature, if changing Registered Agent:**

*I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.*

  
Signature of New Registered Agent, if changing

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**If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:**  
*(Attach additional sheets, if necessary)*

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
<u>Pres.</u>	<u>Stephen Carnes</u>	<u>1385 State Road 436</u> <u>Casselberry, FL 32707</u>	<input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove
<u>Pres.</u>	<u>Mark Powalisz</u>	<u>1385 State Road 436</u> <u>Casselberry, FL 32707</u>	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
<u>          </u>	<u>                                  </u>	<u>                                  </u> <u>                                  </u>	<input type="checkbox"/> Add <input type="checkbox"/> Remove

**E. If amending or adding additional Articles, enter change(s) here:**  
*(attach additional sheets, if necessary). (Be specific)*

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**F. If an amendment provides for an exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself:**  
*(if not applicable, indicate N/A)*

100% of stock issued shall be transferred to Mark Powalisz

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• The date of each amendment(s) adoption: August 12, 2011  
(date of adoption is required)  
Effective date if applicable: August 12, 2011  
(no more than 90 days after amendment file date)

**Adoption of Amendment(s) (CHECK ONE)**

☐ The amendment(s) was/were adopted by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

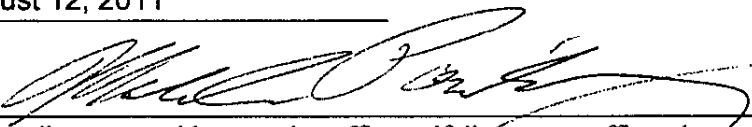
“The number of votes cast for the amendment(s) was/were sufficient for approval

by \_\_\_\_\_.”  
(voting group)

☒ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Dated August 12, 2011

Signature   
(By a director, president or other officer – if directors or officers have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Mark Powalisz

(Typed or printed name of person signing)

President

(Title of person signing)

**Board Resolution for Resignation of Current President and  
Appointment of New President**

A meeting of the Board of Directors of Shakers Lounge, Inc., a Florida corporation was held on August 12, 2011. The President and CEO, Stephen W. Carnes was present and consented in writing to the following actions, and directed that this Resolution be written. This Resolution is to be filed by the Corporation's secretary with the Minute proceedings of the shareholders.

WHEREAS, Stephen W. Carnes owns 100% of the shares issued to Shakers Lounge, Inc.; and

WHEREAS, Mark Powalisz has offered to purchase 100% of the stock of the described business, the business name, the liquor license and food service license associated with the business, License Number BEV6901297 AND SEA6904859, together with the furniture, fixtures, stock-in-trade, all equipment, and the good will of the business; and

WHEREAS, the Board has determined that it is in the best interest of the Corporation that the transaction occur; and

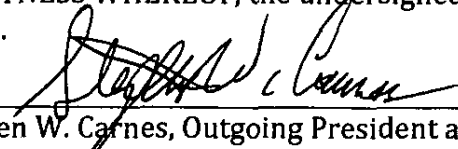
WHEREAS, the current President and CEO, Stephen W. Carnes wishes to appoint Mark Powalisz as the new President and CEO of Shakers Lounge, Inc, and resign his position from the Company; it is therefore

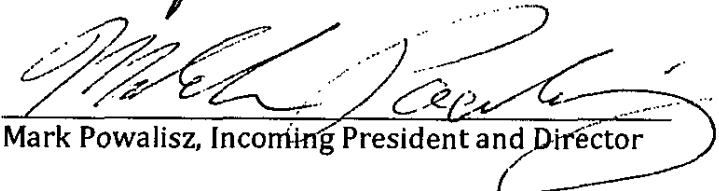
RESOLVED, that Mark Powalisz shall be appointed the President, CEO and sole director of Shakers Lounge, Inc, effective immediately, to be voted on upon the next regularly scheduled meeting of the shareholders; and

RESOLVED, that 100% of the stock of the described business, the business name, the liquor license and food service license associated with the business, License Number BEV6901297 AND SEA6904859, together with the furniture, fixtures, stock-in-trade, all equipment, and the good will of the business shall be sold and transferred to Mark Powalisz pursuant to the Agreement between the parties dated August 12, 2011; and

RESOLVED, that the resignation of Stephen W. Carnes is accepted, effective immediately.

IN WITNESS WHEREOF, the undersigned have executed this Resolution on the date written above.

  
Stephen W. Carnes, Outgoing President and Director

  
Mark Powalisz, Incoming President and Director