

P96000030478

DYE & SCOTT, P.A.

ATTORNEYS AT LAW

1111 THIRD AVENUE WEST

SUITE 300

BRADENTON, FLORIDA 34205

PHONE (941) 740-4411

TELECOPIER (941) 740-1973

ROBERT L. SCOTT
PATRICIA A. DETMERS
STEPHEN R. DYE
D. ROBERT HOYLE

DEWEY A. DYE, JR., RE FIRMED

PLEASE REPLY TO:
PO. DRAWER 9400
BRADENTON, FLORIDA 34206

March 22, 1996

Bureau of Corporate Records
P.O. Box 6327
Tallahassee, FL 32314

LU 00001 740-22-00
-04/02/96--01060--013
***\$122.50 ***\$122.50

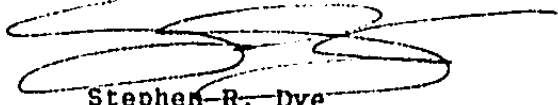
RE: ANTHONY'S AT THE QUAY, Inc., a Florida corporation

Gentlemen:

Enclosed please find original and one copy of Article of Incorporation and check in the amount of \$122.50 to cover the following: \$35.00 filing fee, \$52.50 certified copy, and \$35.00 for registered agent regarding the above.

Please return the certified copy to the undersigned at the above address. Thank for your cooperation.

Very truly yours,



Stephen R. Dye

SRD/dal

Enclosures

FILED
56 APR - 1 AM 7:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AL APR - 8 1995

ARTICLES OF INCORPORATION

The undersigned, John C. Horne, desires to become a body corporate and, as incorporator, does hereby make and file these Articles of Incorporation for a proposed corporation pursuant to the laws of Florida, and to that end hereby declares and affirms:

FILED
96 APR -1 AM 7:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation shall be:

ANTHONY'S AT THE QUAY, INC.

ARTICLE II

This corporation shall exist perpetually unless sooner dissolved as authorized by law, and said corporation shall commence its existence on the date of subscription and acknowledgment of these Articles, as hereinafter set forth, if these Articles are filed with the Department of State within five (5) days exclusive of legal holidays, after such date. If these Articles are not so filed, this corporation shall commence existence upon the filing hereof with the Department of State.

ARTICLE III

This corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock with a par value of \$1.00 per share. The consideration to be paid for each share shall be fixed by the Board of Directors. The authorized shares of this corporation shall consist of one class of common stock only.

ARTICLE V

The holders of the common shares of this corporation shall have pre-emptive rights to purchase any shares of the corporation hereafter issued or sold by the corporation, rateably according to their respective holdings, and such pre-emptive rights shall likewise extend to any securities exchangeable for or convertible into such shares or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares. Any shares offered to shareholders under their pre-emptive rights, and not purchased, shall again be offered to those shareholders who have exercised their pre-emptive rights, in proportion to their holdings. After one such reoffering, the corporation may sell any shares still unsold in any other manner permitted by these Articles. The price of any such shares or other instruments to which such pre-emptive rights are applicable shall be at the price such shares or other instruments are offered to others, which price may be in excess of par.

ARTICLE VI

The street address of this corporation's principal office, and the initial registered office of the corporation, is 214 Sarasota Quay, Sarasota, FL 34236. The mailing address of the corporation is 214 Sarasota Quay, Sarasota, FL 34236. The name of this corporation's initial registered agent at such address is John C. Horne. The registered office and registered agent may be changed from time-to-time by the Board of Directors as authorized by law.

ARTICLE VII

The number of Directors constituting the initial Board of Directors shall be two. The Board of Directors shall consist of not

less than one nor more than five members, and the number of members of the Board of Directors may be fixed from time-to-time by the By-Laws of the corporation, but until so fixed shall consist of two persons. The name and address of the members of the initial Board of Directors is as follows:

John C. Horne
8403 Marina Drive
Holmes Beach, FL 34217

Robert Scott Goodwin
4201 - 17th Avenue West
Bradenton, FL 34205

ARTICLE VIII

The name and address of the incorporator is as follows:

John C. Horne
8403 Marina Drive
Holmes Beach, FL 34217

IN WITNESS WHEREOF, the undersigned, being the original incorporator of this corporation, does certify that he/she is of full age and competent to contract and that the Director named is of full age and a citizen of the United States of America. For the purpose of forming the proposed corporation above-named to do business both within and without the State of Florida, and in pursuance of the Florida Business Corporation Act, I do make and file this agreement, hereby declaring and certifying that the matters above stated are true, and accordingly I have hereunto set my hand and seal this 21 day of March, 1996.


John C. Horne

(SEAL)

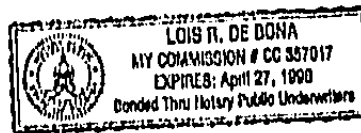
STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 21 day of March, 1996, by John C. Horne, who is personally known to me

or who has produced personally known as identification
and who did not take an oath.


Lois R. DeBora

Name: _____
Notary Public
My Commission Expires: _____



ACCEPTANCE BY REGISTERED AGENT

I HEREBY CERTIFY that I am familiar with and accept the duties and responsibilities as registered agent for ANTHONY'S AT THE QUAY, INC.



John C. Horne, Registered Agent

FILED
96 APR -1 AM 7:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P96000030478

Dye, Scott, Prather & Petruff, P.A.

Attorneys-at-Law

1111 Third Avenue West, Suite 300
Bradenton, Florida 34205

(041) 748-4411

Stephen R. Dye
Richard G. Guff
Patricia A. Petruff
Alan H. Prather
Robert L. Scott II

Please Reply To:
P. O. Drawer 9180
Bradenton, FL 34206

Fax: (041) 748-1673

† Board Certified City, County And Local Government Law
†† Board Certified Wills, Trusts And Estate Law

August 1, 1996

Ms. Thelma Lewis
Corporate Specialist Supervisor
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL. 32314

300001917138
-08/08/96--01104--001
*****87.50 *****87.50

RE: Anthony's at the Quay, Inc.
Ref. Number P96000030478

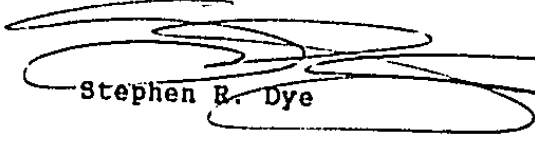
Dear Ms. Lewis:

Enclosed please find a check in the amount of \$87.50 as requested in your letter dated July 26, 1996, copy enclosed for your reference. I have also enclosed a copy of John C. Horne's letter of resignation dated July 15, 1996, which is substantially the same as the Division of Corporation's form Resignation of Registered Agent.

I would ask that you would resubmit the following and return confirmation of same to the undersigned.

Please do not hesitate to contact me if you need anything further. Thank you for your assistance.

Very Truly Yours,


Stephen R. Dye

SRD/bdc

Enclosure

FILED
SECRETARY OF STATE
DIVISION OF CORPORATION
96 AUG -5 PM 2:07

PA New
AUG - 5 1996



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 26, 1996

JOHN C. HORNE
DYE & SCOTT, P.A.
P. O. BOX 9480
BRADENTON, FL 34206

SUBJECT: ANTHONY'S AT THE QUAY, INC.
Ref. Number: P96000030478

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

To resign as registered agent for a corporation, the enclosed resignation form should be completed and returned with a fee of \$87.50 for an active corporation or \$35 for an administratively dissolved corporation.

If you have any questions concerning this matter, please either respond in writing or call (904) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 096A00036058

July 15, 1996

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL. 32314

SECRET
DIVISION OF CORPORATIONS
96 AUG -5 PM 2:07

RE: Anthony's At The Quay
P96000030478

Gentlemen:

Please be advised pursuant to Section 607.0502 that the undersigned has resigned as Registered Agent for the above-referenced Corporation.

A copy of this statement has been mailed to the principal office address for the corporation as shown in the Articles of Incorporation.

Sincerely,

John C Horne
John C. Horne



P96000030478

FLORIDA DEPARTMENT OF STATE
Sandra B. Matham
Secretary of State

September 10, 1996

ANTHONY'S AT THE QUAY, INC.
214 SARASOTA QUAY
SARASOTA, FL 34236

SUBJECT: ANTHONY'S AT THE QUAY, INC.
Ref. Number: P96000030478

Our records indicate the registered agent for the above named corporation resigned on August 5, 1996 and that the corporation currently does not have a registered agent designated.

Chapter 607, Florida Statutes, requires this office to give 60 days notice of our intent to dissolve a corporation for failure to appoint and maintain a registered agent.

This letter is our notice of intent to dissolve the above named corporation 60 days from the date of this letter if a registered agent is not properly designated.

Enclosed is registered agent designation application for you to complete and return with a filing fee of \$35.

If you should need any further information, please contact our office at (904)-487-6050.

Carol Mustain
Corporate Specialist



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 18, 1996

ANTHONY'S AT THE QUAY, INC.
214 SARASOTA QUAY
SARASOTA, FL 34236

SUBJECT: ANTHONY'S AT THE QUAY, INC.

Document #: P96000030478

Due to your failure to respond to our letter advising you of your corporation not maintaining a registered agent and giving you 60 days notice of our intent to dissolve the above corporation, this corporation is now administratively dissolved.

A Certificate of Dissolution is enclosed.

If you have any questions concerning this matter, please call (904) 487-6916.

Carol Mustain
Corporate Specialist
Amendment Section
Division of Corporations

Letter Number: 096A00052371

State of Florida



Department of State

CERTIFICATE OF ADMINISTRATIVE DISSOLUTION

The provisions of section 607.1421 or 617.1421, Florida Statutes, which requires 60 days notice of a proposed dissolution, have been met for ANTHONY'S AT THE QUAY, INC., a corporation organized under the laws of the State of Florida. This corporation is hereby administratively dissolved as of November 18, 1996 for failure to designate and maintain a registered agent, as required by law.

The document number of this corporation is P96000030478.

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
Eighteenth day of November, 1996



CR2EO22 (1-95)

Sandra B. Northam

Sandra B. Northam
Secretary of State