

1301 HAYS STREET  
HAYESVILLE, OHIO 43031  
100-142-1086  
P96000068083



PROFESSIONAL  
TELEPHONE SERVICE ACCOUNT NO. : 072100000032

REFERENCE : 054558 80895A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : August 15, 1996

ORDER TIME : 9:45 AM

ORDER NO. : 054558

CUSTOMER NO: 80895A

CUSTOMER: Hubert B. Shenkin, Esq  
HUBERT B. SHENKIN, ESQ

Suite 302  
6971 North Federal Highway  
Boca Raton, FL 33487

DOMESTIC FILING

NAME: ANTHONY'S RESTAURANT &  
LOUNGE, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cindy Helentjaris

EXAMINER'S INITIALS:

RECEIVED  
96 AUG 15 PM 12:10  
DIVISION OF CORPORATION

8/15/96

ARTICLES OF INCORPORATION  
OF  
ANTHONY'S RESTAURANT & LOUNGE, INC.

FILED  
STATE DEPT OF STATE  
INCORPORATIONS  
96 AUG 15 PM 2:07

THE UNDERSIGNED, for the purpose of forming a corporation under the Florida General Corporation Act hereby adopt the following articles of incorporation.

ARTICLE I

The name of the corporation shall be:

ANTHONY'S RESTAURANT & LOUNGE, INC.

ARTICLE II

The corporation shall commence to be in existence upon the filing of these Articles of Incorporation by the Department of State of the State of Florida and the term of existence shall be perpetual.

ARTICLE III

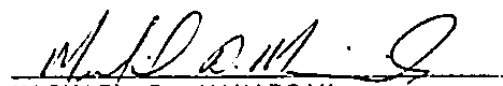
The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV

The aggregate number of shares that the corporation shall have authority to issue is 500 shares, all of which shall be common shares with individual par value of \$1.00.

ARTICLE V

The street address of the initial registered office of the corporation shall be ANTHONY'S RESTAURANT & LOUNGE, INC., 36 S.E. 3rd Street, Boca Raton, FL 33432, and the name of the initial registered agent at that address shall be MICHAEL D. MINARCIK.

  
MICHAEL D. MINARCIK

ARTICLE VI

The initial Board of Directors of the Corporation shall consist of two members:

MICHAEL D. MINARCIK, 36 S.E. 3rd Street, Boca Raton, FL 33432.

LISA A. CALASCIBETTA, 36 S.E. 3rd Street, Boca Raton, FL 33432.

The following is submitted in accordance with the provisions of Florida Statute 607.0721, "Voting Entitlement Of Shares":

DIRECTORS & STOCKHOLDERS	SHARES	VOTING POWERS
MICHAEL D. MINARCIK	250	51%
LISA A. CALASCIBETTA	250	49%

ARTICLE VII

The address of the principal office of this Corporation shall be:

ANTHONY'S RESTAURANT & LOUNGE, INC., 36 S.E. 3rd Street, Boca Raton, FL 33432

ARTICLE VIII

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 12 day of AUGUST, 1996.

  
MICHAEL D. MINARCIK, Incorporator  
ANTHONY'S RESTAURANT & LOUNGE, INC.  
36 S.E. 3rd Street  
Boca Raton, FL 33432

STATE OF FLORIDA )

COUNTY OF PALM BEACH )

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared MICHAEL D. MINARCIK known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same, that I relied upon the following form of identification of the above-named person; personally known, and that an oath was taken.

Witness my hand and official seal in the County and State last  
aforesaid this 12 day of August, A.D. 1996

My Commission Expires:



HENRY A. AVOITE  
NOTARY PUBLIC - STATE OF FLORIDA  
COMMISSION EXPIRES  
OCTOBER 10, 1998  
RENEWED FROM STATE OF FLORIDA, INC.

Henry A. Avoite  
Notary Signature

Henry A. Avoite  
Printed Notary Signature

The following is submitted, in compliance with Chapter  
48.091, Florida Statutes.

**ANTHONY'S RESTAURANT & LOUNGE, INC.,**

a corporation organizing under the laws of the State of Florida  
with its principal office located at 36 S.E. 3rd Street, Boca  
Raton, FL 33432 has named MICHAEL D. MINARCIK, located at  
ANTHONY'S RESTAURANT & LOUNGE, INC., 36 S.E. 3rd Street, Boca  
Raton, FL 33432, as its agent to accept service of process  
within this State.

**OFFICERS AND DIRECTORS**

NAME	TITLE	SPECIFIC ADDRESS
MICHAEL D. MINARCIK,	Pres. & Dir.	36 S.E. 3rd Street Boca Raton, FL 33432
LISA A. CALASCIBETTA,	Sec'y/Treas.	36 S.E. 3rd Street Boca Raton, FL 33432

**ACCEPTANCE:**

I agree as Resident Agent to accept Service of Process: to  
keep office open during prescribed hours; to post my name (and  
any other officers of said corporation authorized to accept  
service of process at above Florida designated address) in some  
conspicuous place in the office as required by Law.

M. D. Minarcik  
MICHAEL D. MINARCIK  
ANTHONY'S RESTAURANT & LOUNGE, INC.  
36 S.E. 3rd Street  
Boca Raton, FL 33432

**BRENDA HACKER, P.A.**  
ATTORNEY AT LAW

1800 NORTHWEST 49th STREET • SUITE 608 • FORT LAUDERDALE, FLORIDA 33309  
(954) 403-8338 • (954) 403-8339  
FAX: (954) 772-0370

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December 10, 1996

Florida Department of State  
Division of Corporations  
Amendment Section  
P.O. Box 6327  
Tallahassee, Florida 32314

300002027613--2  
-12/12/96--01085--008  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

**Re: Anthony's Restaurant & Lounge, Inc.**  
**Articles of Amendment To Articles of Incorporation**

Dear Sir or Madam:

I enclose the following:

1. Articles of Amendment To Articles of Incorporation of Anthony's Restaurant & Lounge, Inc.
2. Check no. 3922 payable to Department of State in the amount of \$ 35.00 for filing fee.

Please file the Articles of Amendment To Articles of Incorporation of Anthony's Restaurant & Lounge, Inc. Should you have any questions, please do not hesitate to contact me.

Thank you for your assistance in this matter.

Very truly yours,

  
Brenda Hacker

BH/me

SH 12/33  
Amend.

FILED  
96 DEC 12 AM 8:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF**

ANTHONY'S RESTAURANT & LOUNGE, INC.

(present name)

*Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:*

**FIRST:** Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

Article V shall be amended to read as follows:

The street address of the initial registered office of the corporation shall be ANTHONY'S RESTAURANT & LOUNGE, INC., 36 S.E. 3rd Street, Boca Raton, Florida, 33432, and the name of the name of the registered agent at that address shall be LISA A. CALASCIBETTA.

Article VI shall be amended to read as follows:

The Board of Directors of the corporation shall consist of one (1) member:  
LISA A. CALASCIBETTA, 36 S.E. 3rd Street, Boca Raton, Florida 33432.

The following is submitted in accordance with the provisions of Florida Statute 607.0721, "Voting Entitlement Of Shares":

STOCKHOLDERS	SHARES	VOTING POWERS
Michael D. Minarcik	250	50%
Lisa A. Calascibetta	250	50%

The Articles shall be amended to designate the following officers of the corporation:

Lisa A. Calascibetta - president, secretary and treasurer.

**SECOND:** 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, are as follows:

FILED  
96 DEC 12 AM 8:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**THIRD:** The date of each amendment's adoption: December 10, 1996.

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

- ☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval with respect to Article VI, "Voting Entitlement Of Shares".
- ☐ 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 for remainder of amendments.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 10th of December, 19 96.

Signature

Lisa A. Calascibetta Director/President  
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Lisa A. Calascibetta  
Typed or printed name

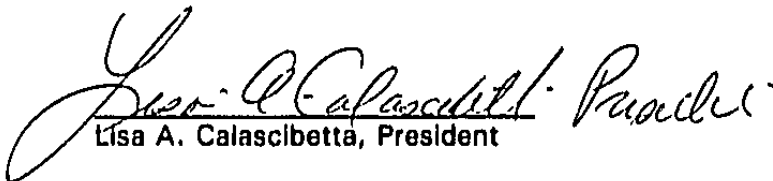
Director/President  
Title

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

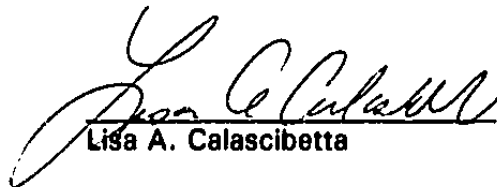
**ANTHONY'S RESTAURANT & LOUNGE, INC.**, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at Boca Raton, County of Palm Beach, State of Florida, has named **LISA A. CALASCIBETTA**, located at: **36 S.E. 3rd Street, Boca Raton, Florida 33432**, as its agent to accept service of process within the State of Florida.

**OFFICER:**

  
Lisa A. Calascibetta, President

Having been named to accept service of process for the above-referenced corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated: 12/10/96

  
Lisa A. Calascibetta