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REGISTRATION
95 OCT 18 PM 3:29

CI CORPORATION SYSTEM

660 EAST JEFFERSON STREET

Requestor's Name
TALLAHASSEE, FL 32301

Address
222-1092

City State Zip Phone

CORPORATION(S) NAME

Stallones Marketplace + Cafe, Inc.

☒ Profit-Articles

☐ NonProfit

☐ Limited Liability Co.

☐ Foreign

☐ Amendment

☐ Dissolution/Withdrawal

☐ Merger

☐ Mark

☐ Limited Partnership

☐ Reinstatement

☐ Annual Report

☐ Reservation

☐ Other

☐ Change of R.A.
☐ Fictitious Name Filing

☒ Certified Copy

☐ Photo Copies

☐ CUS

☐ Call When Ready

☒ Walk In

☐ Mail Out

☐ Call If Problem

☐ Will Wait

☐ After 4:30

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Document
Examiner

Updater

Verifier

Acknowledgment

W.P. Verifier

10/18

CR2E031 (1-89)

D. BROWN OCT 18 1996

ARTICLES OF INCORPORATION
OF
STALLONE'S MARKETPLACE & CAFE, INC.

SECRET
DIVISION OF CORPORATIONS
95 OCT 18 PM 3:29

The undersigned, acting as the sole incorporator, desiring to form a corporation for profit pursuant to the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I - NAME OF CORPORATION

The name of the corporation shall be STALLONE'S MARKETPLACE & CAFE, INC.

ARTICLE II - TERM OF EXISTENCE

The corporation shall begin its corporate existence as of the filing of these Articles of Incorporation and shall exist perpetually.

ARTICLE III - GENERAL PURPOSES

The general purposes for which the corporation is organized shall be to manufacture, construct, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, and deal in and with products, goods, wares, merchandise, real and personal property and services of every kind, class, and description. It is intended that the corporation is organized for and may conduct and transact any and all lawful business authorized and not prohibited by the Florida Business Corporation Act, as the same may be, from time to time, amended.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of capital stock that the corporation is authorized to issue and have outstanding is One Thousand (1,000), which shall be designated Common Shares with a par value of one cent (0.01¢) per share.

**ARTICLE V - INITIAL REGISTERED OFFICE
AND REGISTERED AGENT**

The initial street address of the registered office of the corporation in the state of Florida is 424 Knights Run Avenue, Tampa, Florida 33602. The name of the initial registered agent of the corporation at such address is WILLIAM STALLONE.

ARTICLE VI - INCORPORATOR

The name and street address of the incorporator of the corporation are:

<u>Name</u>	<u>Address</u>
David P. Barker	390 N. Orange Avenue Suite 600 Orlando, FL 32801

ARTICLE VII - BY-LAWS

The power to adopt, amend, or repeal By-Laws for the management of the corporation shall be vested solely in the shareholders of the corporation.

ARTICLE VIII - PRINCIPAL OFFICE

The principal office of the corporation in the state of Florida is 424 Knights Run Avenue, Tampa, Florida 33602.

ARTICLE IX - AMENDMENT TO ARTICLES

These Articles of Incorporation may be amended in any manner permitted by law.

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify its directors, officers, employees, and agents to the full extent permitted by the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation at Orlando, Florida, this 17th day of October, 1996.


David P. Barker, Incorporator

ACKNOWLEDGEMENT

STATE OF FLORIDA)
) SS.
COUNTY OF ORANGE)

The foregoing instrument was acknowledged before me this 19th day of October, 1996, by DAVID P. BARKER, as incorporator, who is personally known to me.

[NOTARIAL SEAL]


NOTARY PUBLIC
My Commission Expires:



MARY A CAVANAUGH
My Commission CC449658
Expires Apr. 04, 1999

ACCEPTANCE BY REGISTERED AGENT

The undersigned, WILLIAM STALLONE, as registered agent appointed in accordance with the foregoing Articles of Incorporation, does hereby accept such appointment, and does hereby state that he is familiar with, and accepts, the obligations imposed pursuant to §607.0501 and §607.0505 of the Florida Business Corporation Act.

William Stallone
WILLIAM STALLONE

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KAY, PANZL & LATHAM, LLP
ATTORNEYS AT LAW

300 NORTH ORANGE AVENUE, SUITE 600
ORLANDO, FLORIDA 32801
TELEPHONE: (407) 481-5800
FACSIMILE: (407) 481-5801

ROBERT J. GRONEK
ALSO ADMITTED IN OHIO

Post Office Box 3353
ORLANDO, FLORIDA 32802

August 28, 1997

FLORIDA SECRETARY OF STATE
DIVISION OF CORPORATIONS
BUREAU OF CORPORATE RECORDS
P. O. Box 6327
Tallahassee, FL 32314

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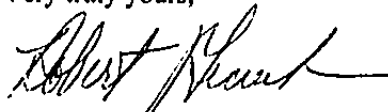
Re: Stallone's Marketplace & Cafe, Inc.

Dear Sir/Madam:

Please find enclosed an original and one copy of a Statement of Change of Registered Office or Registered Agent or Both for Corporations. We have also enclosed a check in the amount of \$35.00 for the filing fee for this change.

Kindly file the enclosed document as soon as possible and return to us a certified copy. A prepaid self-addressed envelope is enclosed for your convenience. If you have any questions regarding the enclosed, please call me immediately. We appreciate your assistance.

Very truly yours,



Robert J. Gronek

RJG/msj
Enclosures

FA-PNC 19
OK 8

Florida Department of State, Sandra B. Mortham, Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is: Stallone's Marketplace & Cafe, Inc.

2. The mailing address of the corporation is: 410 Knights Run, Tampa, FL 33602

3. Date of incorporation/qualification: October 18, 1996 Document number: P96000086318

4. The name and address of the current registered agent and office:

William Stallone
4807 Wingrove Boulevard
Orlando, FL 33602

5. The name and address of the new registered agent and office: (P.O. Box Not Acceptable)

Robert Stallone
608 Tropical Breeze Way
Tampa, FL 33607

97 SEP -2 PM 3:35
TALLAHASSEE, FLORIDA

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

Robert Stallone August 21, 1997
(Signature of an officer, chairman or vice chairman of the board) (Date)

Robert Stallone President
(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Robert Stallone August 21, 1997
(Signature of Registered Agent) (Date)

If signing on behalf of an entity:

N/A N/A
(Typed or Printed Name) (Capacity)