

PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM

APPLICATION
FOR
REINSTATEMENT



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

APPROVED
AND
FILED
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98 APR 10 PM 3:55

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT # **P960000 95740**

1. Corporation Name

SOME PLACE ELSE LOUNGE, INC.

Principal Place of Business

Mailing Address

**3109 S. TAMiami TRAIL
PUNTA GORDA, FL 33950**

SAME

If above addresses are incorrect in any way, line through incorrect information and enter correction below.

2. New Principal Office Address, If Applicable

3. New Mailing Office Address, If Applicable

4. Date Incorporated or Qualified
To Do Business in Florida

11/22/96

Suite, Apt. #, etc.

Suite, Apt. #, etc.

5. FEI Number

65-0712785

Applied For

Not Applicable

City & State

City & State

Zip

Country

Zip

Country

6. CERTIFICATE OF STATUS DESIRED ☐

\$8.75 Additional Fee required
for a Certificate of Status

7. Names and Street Addresses of Each Officer and/or Director (Florida nonprofit corporations must list at least 3 directors)

Title(s) 1	Name of Officers and/or Directors 2	Street Address of Each Officer and/or Director (Do NOT Use Post Office Box Numbers) 3	City / State / Zip 4
RECEIVER	LEWIS B. FREEMAN, RECEIVER	3250 MARY ST. #103	COCONUT GROVE, FL 33133

100002491521--6
-04/17/98--01006--006
*****900.00 ***900.00**

REINSTATEMENT

97-98

A. Alan

8. Name and Address of Current Registered Agent

9. Name and Address of New Registered Agent

SEE ATTACHMENT -

LETTER DATED 4/1/98

Name

Street Address (P.O. Box Number is Not Acceptable)

Suite, Apt. #, Etc

City

State

Zip Code

FL

10. I, being appointed the registered agent of the above named corporation, am familiar with and accept the obligations of Section 607.0505, F.S.

Signature of
Registered Agent

X

Lewis B. Freeman, Receiver
REGISTERED AGENT MUST SIGN

Date

X 4/1/98

11. This corporation owes or has paid the current year
Intangible Personal Property tax due June 30.

Yes ☒

No ☐

(See other side for information
on intangible tax.)

12. I certify that I am an officer or director or the receiver or trustee empowered to execute this application as provided for in chapter 607 or 617, F.S. I further certify that when filing this reinstatement application, the reason for dissolution has been eliminated, the corporate name satisfies the requirements of section 607.0401 or 617.0401, F.S., that all fees owed by the corporation have been paid and the names of individuals listed on this form do not qualify for an exemption under section 119.07(3)(i), F.S. The information indicated on this application is true and accurate, and my signature shall have the same legal effect as if made under oath.

SIGNATURE: **X**

Lewis B. Freeman, Receiver
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

X 4/1/98
Date

X 800-321-4758
Daytime Phone #

CR2040 (1/98)

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Some Place Else Lounge, Inc.
3109 S. Tamiami Trail
Punta Gorda, Florida 33950

April 1, 1998

Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: Some Place Else Lounge, Inc. - Corporate Annual Report & Reinstatement

Dear Sir/Madam:

Lewis B. Freeman, Receiver has been appointed by the Twentieth Judicial Circuit Court in and for Lee Court/Lee County. A copy is enclosed.

We have been told the fees now due are as follow:

Reinstatement fee	\$ 600.00
1997 Corporate Annual Report fee	\$ 150.00
1998 Corporate Annual Report fee	<u>\$ 150.00</u>
Total fee being remitted as instructed	<u>\$ 900.00</u>

We would ask that you remove any penalties, interest, etc. due to the present situation, if possible.

For these reasons, Lewis B. Freeman, Receiver has been listed as the officer, director, registered agent and contact person.

Please contact us if you have any questions. We appreciate your cooperation and understanding in this matter.

Sincerely,

X  X  4-2-98

Lewis B. Freeman, Receiver

Date

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IN THE CIRCUIT COURT OF THE
TWENTIETH JUDICIAL CIRCUIT
IN AND FOR LEE COUNTY OF
THE TWENTIETH JUDICIAL
CIRCUIT IN AND FOR LEE
COUNTY, FLORIDA

CASE NO.: 98-161 CALG

STATE OF FLORIDA, ex rel.
ROBERT F. MILLIGAN as
Comptroller and Head of the
Department of Banking and
Finance,

Plaintiff,

vs.

NORTHAMERICAN FINANCIAL
SERVICES, INC., a Florida
Corporation; PETER GRAZIANO Individually
and as Control Person; and TAROLL A.
GRAZIANO a/k/a TAROLL A. BUTTRUM,
Individually and as Owner and President of
NORTH AMERICAN FINANCIAL SERVICES,
INC.

Defendants.

FILED IN THE CIRCUIT COURT OF THE TWENTIETH JUDICIAL CIRCUIT IN AND FOR LEE COUNTY, FLORIDA
98 JAN -7 AM 10:20
W. J. Blumenthal

TEMPORARY INJUNCTION AND ORDER APPOINTING RECEIVER

This cause having come before the Court without notice to the Defendants upon the filing by the State of Florida of a Verified Complaint for a Temporary and Permanent Injunction, Appointment of a Receiver and Order of Restitution; and the Court finding, based on the sworn allegations of the Verified Complaint, including affidavits submitted in support of that Complaint, and the arguments of counsel and being otherwise fully advised in the premises, it is therefore upon consideration:

ORDERED AND ADJUDGED as follows:

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1. The Court finds that a temporary injunction must be entered against, and a Receiver appointed for NorthAmerican Financial Services, Inc., Peter Graziano, and Taroll A. Graziano a/k/a Taroll A. Buttrum to prevent immediate and irreparable injury to the people of the State of Florida and to at least 85 investments made by investors who have entrusted approximately \$2,054,409 to the Defendants.

2. Immediate and irreparable injury will result to the public and to investors if the Defendants are permitted to continue transacting business in a manner which is fraudulent and otherwise violative of Florida law, if assets acquired with investor's funds continue to be dissipated or are transferred or removed from the Court's jurisdiction, or if the Defendants' financial information is disturbed in any way to prevent or frustrate examination by the Plaintiff or the Court. Such injury consists in part of the diminished ability of the Defendants to satisfy an order of restitution or effect any rescission.

3. It moreover appears to the Court from specific facts shown by the Plaintiff's complaint that this Order must be granted without notice to the Defendants because of the reasonable probability that such notice and opportunity to be heard in opposition to Plaintiff's application would result in the continuation and acceleration of unlawful and fraudulent acts and practices, exacerbate the loss of substantial amounts of unsecured monies acquired by the Defendants in violation of Florida law and hasten the destruction, alteration or concealment of the books, records and accounts of the Defendants.

4. The Court finds that the Order is necessary to preserve the status quo for the protection of the public until the Plaintiff's request for permanent relief can be heard and determined by the Court. Accordingly, this Order shall remain in effect until further order of the Court. With due regard to the public interest, no bond is required in this matter.

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5. For the foregoing reasons, the named Defendants, their officers, spouses, agents, servants, employees, and all other persons or entities acting in concert or cooperation with them, are hereby restrained and enjoined from the following acts:

A. Selling or offering for sale securities without said securities first being registered with the Department of Banking and Finance, Division of Securities, pursuant to Section 517.07, Florida Statutes.

B. Selling or offering for sale securities without first being properly registered as a dealer, associated person or issuer of securities pursuant to Section 517.12, Florida Statutes.

C. In connection with the sale or offer for sale of any security or investment, directly or indirectly:

1. Employing a device, scheme, or artifice to defraud in violation of Section 517.301(1)(a)1, Florida Statutes.

2. Obtaining money or property by means of any untrue statement of a material fact or by an omission to state a material fact necessary in order to make the statements made, in light of the circumstances under which they were made, not misleading, in violation of Section 517.301(1)(a)2, Florida Statutes.

3. Engaging in a transaction, practice, or course of business which operates or would operate as a fraud or deceit upon any person in violation of Section 517.301(1)(a)3, Florida Statutes.

D. Dissipating, selling, conveying, alienating, divesting themselves or, withdrawing, pledging as security, transferring, giving away, or in any manner whatsoever disposing of any of the monies or assets, including checking accounts, savings accounts, money market accounts, certificates of deposit, or any deposit of cash, securities or other things of value

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and any and all real property and improvements thereon, and any motor vehicle, vessel, aircraft, jewelry, art and any other personal property or other assets of any description, obtained with or derived directly or indirectly from any monies obtained by the Defendants from the offer or sale of any investments or securities, regardless of how ownership or title is held, including but not limited to, the Dean Witter Money Market Account, Barnett Bank Account(s), First Union Bank Account(s), assets of Equity Lending Group, Inc., assets of Equity Funding Group, assets of Continental Lending Center, Inc., Someplace Else Lounge a/k/a P.J.'s Sports Bar & Tavern, Mango Bay, Perfect Photo, Seawitch Plaza, Mango Bay-Sarasota, and Aqui Vista Bar, except as required for necessary and reasonable daily living expenses.

E. Modifying, destroying, concealing or removing any books, records, accounts or documents of any kind related to the subject matter of this action, including without limitation: all books, records, reports, journals, ledgers, papers, files, accounts, and other documents pertaining to the flow of funds received by or from any defendants or any other person in connection with or from the offer and sale of investments or securities by the Defendants.

6. Any bank, depository, or securities firm in the State of Florida is hereby restrained and enjoined from authorizing, permitting or allowing any disbursement, withdrawal or transfer of funds of any kind of the Defendants or their spouses, pending further order of this Court.

7. Lewis FREEMAN is hereby appointed as receiver for the Defendants, NorthAmerican Financial Services, Inc., Peter Graziano and Taroll A. Graziano a/k/a Taroll A. Buttrum (hereinafter "Receivership Defendants"), and shall be required to post no bond..

8. Said Receiver shall:

A. Take immediate control and possession of all the funds, property, premises, leases and other assets of, or in the possession or under the control of the Receivership

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Defendants; and he shall assume all rights and powers which said Defendants may have to manage, control, operate, maintain, possess or receive, or to use income, earnings, rents and profits, with full power to sue for, collect, receive and take into possession all goods, chattels, rights, credits, monies, effects, lands, books and records of account and other papers; and prevent the withdrawal and misapplication of funds entrusted to the Receivership Defendants and determine, adjust and protect the interests of investors in said Defendants.

B. Deposit all monies obtained from, or on behalf of, the Receivership Defendants in an interest bearing account, disbursements from which will not be made without approval of this Court.

C. Report further violations committed by any of the Defendants herein of Chapter 517 or other provisions of the Florida Statutes, by immediate notice to this Court upon the Receiver's discovery that such further violations have occurred or are occurring.

D. Have complete access to the property, books, records, documents, and papers of all the Defendants herein, including without limitation, all cash receipts and disbursement journals, all bank accounts, all securities and investment papers and accounts and records related thereto, all accounts and records with regard to real property or personalty, all personnel and customer records and any other document, data compilation, paper or record of any kind whatsoever, related to the business affairs and/or financial condition of said Defendants.

F. Complete an inventory of the Receivership Defendants' assets and document any waste, withdrawal, or misappropriation of funds entrusted to the Receivership Defendants by investors, and document any assets of the Defendants improperly secreted or transferred and all known violations by the Defendants of Chapter 517, Florida Statutes, in order to fix the appropriate amount of restitution that may be imposed on said Defendants.

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G. Otherwise inquire in the business affairs and financial condition of all the Defendants herein as deemed necessary by the Receiver to prevent violation of the Court's temporary injunction entered herein.

H. Apply to this Court for such other powers as are needed to protect the public welfare, and especially the interests of those who have invested funds with and through Defendants.

I. The Receiver and any counsel or accountant whom the Receiver may select, subject to the approval of the Court, are entitled to reasonable compensation from the assets now held by, or in the possession or control of, or which may be received by the Receivership Defendants, in amount or amounts commensurate with their duties and obligations under the circumstances.

9. Except by leave of Court during the pendency of this Receivership, all creditors and other persons seeking money damages or other relief from the Receivership Defendants, and all others acting on behalf of any such creditor or other persons, including sheriffs, marshals, and other officers and their deputies, and their respective attorneys, servants, agents, and employees, are hereby stayed and restrained from doing any act or thing whatsoever to interfere with the possession of or management by the Receiver of the property and assets owned, controlled, or in the possession of the Receivership Defendants, or in any way to interfere with said Receiver, or to interfere in any manner during the pendency of this proceeding with the exclusive jurisdiction of this Court over said Defendants.

10. All parties holding mortgages on property owned by the receivership estate or subject to the mortgages held by the receivership estate are hereby stayed from accelerating their mortgages and/or foreclosing on the mortgage without prior leave of court.

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11. The U.S. Postal Inspector, through the local post office shall release all mail addressed to the company and individuals subject to the receivership estate, to the Receiver.

12. All of the funds, assets and property that may hereafter come into the possession of the Receiver, are held in constructive trust for the benefit of the investors of Defendants, free of any liens or claims, excepting however, claims for administrative and professional fees and expenses incurred or to be incurred by the Receiver in the discharge of his responsibility or as otherwise ordered by this Court.

13. Defendants Peter Graziano and Taroll A. Graziano a/k/a Taroll A. Buttrum are hereby ordered to deliver to the Receiver by 5:00 p.m. on 7 January, 1998, all original records and documents of whatever description, and copies thereof if originals do not exist, in the possession of or under the control of the Defendants and their agents, that in any way relate to the business affairs of the Receivership Defendants.

14. Service of this Order, Summons, Complaint, Affidavit and other documents may be made by representative(s) of the Comptroller's Office, Department of Banking and Finance.

15. The Court shall retain jurisdiction over this matter and the Defendants for all purposes.

DONE AND ORDERED in Lee County, Florida, this 7th day of January, 1998, at 10:16 A.M.


CIRCUIT COURT JUDGE

Copies furnished:

I CERTIFY THIS DOCUMENT TO BE A TRUE AND CORRECT COPY OF THE ORIGINAL ON FILE IN MY OFFICE, CHARLIE GREEN, CLERK CIRCUIT/COUNTY COURTS LEE COUNTY, FLORIDA

DATED: Jan 7, 1998

BY: 
Deputy Clerk