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LABARBERA, CAMPBELL AND LETO

ATTORNEYS AND COUNSELORS AT LAW

MICHAEL D. LABARBERA EDWARD S. CAMPBELL, III VINCENT A. LETO 1907 W. RENNEDY BOULEVARD

TAMPA, FLORIDA 33606
(813) 251-1940
FAX: (813) 251-3240

August 19, 1997

Secretary of State Corporations Divisions Post Office Box 6327 Tallahassee, FL 32314

RE! Classic Concessions, Inc.

200002275912--& -08/25/97--01058--008 ****122.50 ****122.50

Dear Sir:

Enclosed please find the original and one copy of Articles of Incorporation for the above named corporation and our firm's check in the sum of \$122.50 representing the following incorporation fees:

Filing Fee: \$ 35.00
Certificate of
Resident Agent 35.00
Certified copy of
Articles 52.50
Total \$122.50

Your prompt attention and consideration in this matter will be greatly appreciated.

VAL\jme Enclosures

cc: Louis Allard

2544

ncerely,

A. LETO

FILED
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FINAL OF STATE

PM8/20/97



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

August 26, 1997

VINCENT A. LETO, ESQ. LABARBERA, CAMPBELL AND LETO 1907 W KENNEDY BLVD TAMPA, FL 33606

SUBJECT: CLASSIC CONCESSIONS, INC. Ref. Number: W97000019775

We have received your document for CLASSIC CONCESSIONS, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 797A00042990

LABARBERA, CAMPBELL AND LETO ATTORNETS AND COUNSELORS AT LAW

MICHAEL D. LABARBERA EDWARD S. CAMPBELL, III VINCENT A. LETO 1907 W. RENNEDY BOULEVARD

TAMPA, FLORIDA 33606
(813) 251-1940
FAX: (813) 251-3240

August 29, 1997

Secretary of State Corporations Divisions Post Office Box 6327 Tallahassee, FL 32314

RE: LOU'S CLASSIC CONCESSIONS, INC.

Dear Sir:

Enclosed please find the original and one copy of Articles of Incorporation for the above named corporation along with a copy of your letter of transmittal to me indicating that the name Classic Concessions, Inc has previously been used.

We previously provided you with our firm check in the sum of \$122.50 which represented the following incorporation fees:

| Filing Fee: | \$ 35.00 |
|-------------------|----------|
| Certificate of | • |
| Resident Agent | 35.00 |
| Certified copy of | |
| Articles | 52.50 |
| Total | \$122.50 |

Should you need any further documentation, please do not hesitate to advise. Otherwise, your prompt attention and consideration in this matter will be greatly appreciated.

INCENT A. LETO

incerely,

VAL\jme Enclosures

cc: Louis J. Allrd

ARTICLES OF INCORPORATION

FILED

OF

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LOU'S CLASSIC CONCESSIONS, INC.

SECHLIARY OF STATE TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of this corporation shall be:

LOU'S CLASSIC CONCESSIONS, INC.

ARTICLE II PURPOSES

The corporation may engage in any activity or business permitted under the laws of the United States of America and of this State.

ARTICLE III TERM OF EXISTENCE

The duration of this corporation is to be perpetual.

ARTICLE IV CAPITAL STOCK

The corporation is authorized to issue 600 shares of common stock, with a par value of \$1.00, which shall be designated "common shares."

ARTICLE V INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 8205 N. 10TH STREET, TAMPA, FLORIDA 33604.

The name of the initial registered agent of this corporation at that address is LOUIS ALLARD.

The principal office and mailing address of the corporation is 8205 N. 10TH STREET, TAMPA, FLORIDA 33604.

ARTICLE VI INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. number of directors may be either increased or decreased from time to time by the bylaws, but shall never be less than one (1). The name and address of the initial director of this corporation is:

NAME

ADDRESS

LOUIS ALLARD

8205 N. 10th Street Tampa, Florida 33604

CATHERINE M. ALLARD

8205 N. 10th Street Tampa, Florida 33604

ARTICLE VIII **OFFICERS**

initial officers of this corporation shall be as follows:

OFFICE

NAME

ADDRESS

President/

LOUIS ALLARD

8205 N. 10th Street

Treasurer

Tampa, Florida 33604

Vice

President/ Secretary

CATHERINE M. ALLARD 8205 N. 10th Street Tampa, Florida 33604

The Board of Directors shall have the authority to elect or appoint officers as may be determined by the bylaws of the corporation and resolutions of the Board of Directors.

ARTICLE VIII **INCORPORATORS**

The names and addresses of the persons signing these articles are:

NAME

ADDRESS

LOUIS ALLARD

8205 N. 10th Street Tampa, Florida 33604

ARTICLE IX INFORMAL SHAREHOLDER ACTION

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Any action of the shareholders may be taken without a meeting, if consent is in writing, setting forth the action so taken, which shall be signed by all the persons who would be entitled to vote upon such action at a meeting and filed with the secretary of the corporation as part of the corporate records.

ARTICLE X STOCK TRANSFER RESTRICTIONS

If all, or any of the shareholders or subscribers to the stock of the corporation shall enter into any agreement among themselves or with the corporation or third persons, abridging, limiting, restricting or changing the rights or interest of any one or more of the shareholders or subscribers to sell, assign, transfer, mortgage, pledge, hypothecate or transfer on the books of the corporation, any and all of the stocks of the corporation held by them, and if a copy of the agreement is filed with the corporation, all certificates of shares subject to such agreement or restriction shall have a reference thereto endorsed thereon by an officer of the corporation and such stock shall not thereafter be transferred on the books of the corporation except in accordance with the terms and provisions of the agreement. If the agreement so provides, the certificate of stock shall be registered so that the shares standing in the name of any person as pledgee, trustee or other fiduciary may be voted, in person or by proxy, and without proof of authority.

ARTICLE XI INSPECTION OF BOOKS

Each stockholder shall have the unqualified right and privilege to examine all corporate books, records and correspondence. This privilege of examination is conditioned by the provision that the shareholder agrees to indemnify the corporation for losses suffered by improper disclosure of information obtained in the course of such inspection. The shareholder may not delegate the right of inspection.

ARTICLE XII TELEPHONE MEETINGS

Members of the board of directors or an executive committee shall be deemed present at a meeting if a conference telephone or similar communications equipment in the meeting can hear each other is used.

ARTICLE XIII PARTLY PAID SHARES

The board of directors may, by resolution, authorize the issue of the whole or any part of the shares of stock of the corporation as partly paid, subject to the provisions of Florida Statutes.

INTERESTED DIRECTORS OR OFFICERS

No contract, act or transaction of the corporation with any person or persons, firm or corporation, in the absence of fraud, shall be effected or invalidated by the fact that any officer or officers, director or directors of the corporation is a party to or are the parties to or interested in such contract, act or transaction, or in any way connected with such person or persons, firm or corporation and each and every person who may become a director or an officer of the corporation is hereby relieved from any liability that might otherwise exist from thus contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in anywise interested.

ARTICLE XV BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors and the shareholders.

ARTICLE XVI LONG TERM EMPLOYMENT CONTRACT

The board of directors may authorize the corporation to enter into employment contracts with any executive officer for periods longer than one year, and any charter or bylaw provision for annual election shall be without prejudice to the contract rights, if any, of the executive officer under such contracts.

ARTICLE XVII DIRECTORS' RELIANCE ON CORPORATE RECORDS

A director shall not be liable for dividends illegally declared, distributions illegally made to shareholders, or any other action taken in reliance in good faith upon financial statements of the corporation represented to him to be correct by the president of the corporation or the officer having charge of the books of account, or certified by an independent or certified accountant to clearly reflect the financial condition of the corporation nor shall he be liable if in good faith in determining the amount available for dividends or distribution he considers the assets to be of ample value.

IN WITNESS WHEREOF, the undersigned being the incorporator of this corporation, executes these articles of incorporation and certifies to the truth of the facts, stated herein, this extra-1.

LOUIS ALLARD

STATE OF FLORIDA COUNTY OF HILLSBOROUGH

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared, LOUIS ALLARD known to me and known to me to be the person who executed the foregoing articles of incorporation, and he acknowledged before me that he executed those articles of incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed by official seal, in the state and county aforesaid, this _______day of AUGUST, 1997.

Notary Public

JENNIFER M. EDMUNDS My Comm Exp. 5/15/2001 Bonded By Service Ms No. CC547729

Bonded By Service Ins
No. COS47729

11 Personally Known VI Other L.D. H. Drivet I Curdi

ACCEPTANCE OF APPOINTMENT <u>of</u>

FILED

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The undersigned having been designated as and appointed ORDA registered agent hereby accepts the appointment pursuant to Sec. 607.034, Fla.Stat., with said acceptance date to be simultaneous with the formation of LOU'S CLASSIC CONCESSIONS, INC. as a Florida corporation, pursuant to Florida law.

Dated at Tampa, Florida on this 16^{+} 1997.

LOUIS ALLARD

day of