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TO: DIVISION OF CORPORATIONS FAX #: (850)922-4001  
FROM: ACE INDUSTRIES, INC. ACCT#: 070744001530  
CONTACT: PAM FRIEDMAN PHONE: (305)358-2571 FAX #: (305)358-7832

NAME: ANTHONY THOMAS ENTERTAINMENT, INC. *d/b/a Cherry's of Brandon*  
AUDIT NUMBER.....H97000014438  
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.  
CERT. OF STATUS..0 PAGES..... 5  
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**ARTICLES OF INCORPORATION**  
**OF**  
**ANTHONY THOMAS ENTERTAINMENT, INC.**

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

**ARTICLE I. - NAME**

The name of this corporation shall be:

**ANTHONY THOMAS ENTERTAINMENT, INC.**

And its principal office and mailing address is:

813 E. Bloomingdale Avenue  
#244  
Brandon, Florida 33511

**ARTICLE II. - DURATION**

The corporation shall have a perpetual existence and shall begin the date these Articles of Incorporation are filed with the Department of the State of Florida.

**ARTICLE III. - PURPOSE**

The general nature of the business to be transacted by the corporation, or the objects or purposes of the corporation proposed by said corporation are:

- A. To engage in the operation of a restaurant business and related services.
- B. To invest in real estate, mortgages, stocks, bonds, or any other type of

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Prepared by:  
**acel Industries, Inc.**  
54 Northwest 11th St.  
Miami, FL 33136  
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investments.

C. To own real and personal property necessary for the transaction of the above business.

D. In general, to have and exercise all powers conferred by the laws of the State of Florida and to do any and all things hereinabove set forth to the same extent as a natural person might or could do.

**ARTICLE IV. - CAPITAL STOCK**

A. The maximum number of shares which this corporation is authorized to have outstanding at any time shall be One Hundred (100) shares of common stock having a par value of \$.001 per share. Each of the said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, in property or in labor or services at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All stock when issued shall be paid for and shall be non-assessable.

B. In the election of directors of this corporation, there shall be no cumulative voting of the stock entitled to vote at such election.

**ARTICLES V. - INITIAL REGISTERED**

**OFFICE AND AGENT**

The initial registered office of this corporation shall be 505 N. Morgan Street, Tampa, Florida 33602. Registered Agent of this corporation at such office, shall be **BRIAN E. GONZALEZ** who upon accepting this designation agrees to comply with Chapter 607, Florida Statutes, as amended from time-to-time with respect to keeping an office open for service of process.

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**ARTICLE VI. - INITIAL BOARD**  
**OF DIRECTORS**

The names and addresses of the organizers and the first Board of Directors, who, subject to the provisions of this Certificate of Incorporation, the By-Laws of the corporation, and the laws of the State of Florida, shall hold office for the first year of the corporation's existence or until their successors are elected and have qualified are as follows:

**President:**            **David A. Schlarbaum**  
                              **2111 Bell Shoals Road**  
                              **Brandon, Florida 33511**

**Vice-President:**    **Scott T. Schlarbaum**  
                              **2111 Bell Shoals Road**  
                              **Brandon, Florida 33511**

**Secretary:**            **Scott T. Schlarbaum**  
                              **2111 Bell Shoals Road**  
                              **Brandon, Florida 33511**

**Treasurer:**            **David A. Schlarbaum**  
                              **2111 Bell Shoals Road**  
                              **Brandon, Florida 33511**

**ARTICLE VII. - AMENDMENTS**

The corporation reserves the right to amend, alter, change, or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, I, the undersigned organizer and incorporator, have hereunto set my hand and seal this 25<sup>th</sup> day of August, 1997, for the purpose of forming this corporation

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under the laws of the State of Florida, and I hereby make and file in the Office of the Secretary of State of Florida, this Certificate of Incorporation, and certify that the facts therein stated are true.

WITNESSES:

[Signature]  
Witness  
Print Erica Dawby

[Signature]  
DAVID A. SCHLARBAUM,  
President

[Signature]  
Witness  
Print BRIAN GONZALEZ

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, personally appeared DAVID A. SCHLARBAUM, to me personally known, and who in my presence, hereunto subscribed his name and signature to the foregoing Articles of Incorporation of for ANTHONY THOMAS ENTERTAINMENT, INC. and who did take an oath.

DATED this 29th day of August, 1997.

My Commission Expires:

[Signature]  
NOTARY PUBLIC  
Print April D Wakefield



APRIL D. WAKEFIELD  
My Comm Exp. 12/03/99  
Bonded By Service Ins  
No. CC514734  
 Personally Known  Other I.D.

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS  
WITHIN THE STATE, NAMING REGISTERED OFFICE  
AND REGISTERED AGENT (AND RESIDENT AGENT)**

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33  
12/28/97

Pursuant to applicable Florida Statutes, the following is submitted:

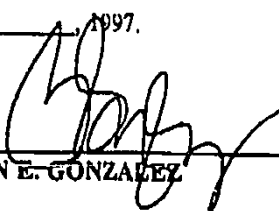
That **ANTHONY THOMAS ENTERTAINMENT, INC.**

desiring to organize under the laws of the State of Florida, with its Registered office as indicated in the **ARTICLES OF INCORPORATION** at 505 N. Morgan Street, Tampa, Florida 33602, has named **BRIAN E. GONZALEZ** as its Registered Agent (and Registered Agent).

**ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process for the foregoing corporation at the place designated in these articles, I hereby accept to act in this capacity, and agree to comply with Florida Statutes relative to keeping open said office and carrying out the obligations of that position.

DATED, this 28 day of AUGUST, 1997.

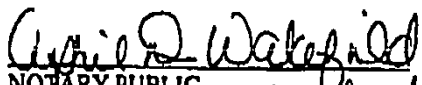
  
\_\_\_\_\_  
BRIAN E. GONZALEZ


STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

**BEFORE ME**, the undersigned authority, personally appeared **BRIAN E. GONZALEZ**, to me personally known, or who produced \_\_\_\_\_ as identification, and who in my presence, herunto subscribed her name and signature to the foregoing and who did/did not take an oath.

DATED this 28th day of August, 1997.

My Commission Expires:

  
NOTARY PUBLIC  
Print April D. Wakefield

 APRIL D. WAKEFIELD  
My Comm Exp 12/31/99  
Bonded By Service Ins  
No. CC514734  
Notary Public Hillsborough County, Florida

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