

P98000035772

**ELK, BANKIER, PALMER & CHRISTU**

A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

ATTORNEYS AT LAW

SANCTUARY CENTRE • SUITE 200E  
4800 NORTH FEDERAL HIGHWAY  
BOCA RATON, FLORIDA 33431

BOCA RATON (561) 368-8800  
PALM BEACH (561) 820-0006  
BROWARD (954) 776-1006  
FACSIMILE (561) 394-3699

PALM BEACH OFFICE

BANKERS TRUST BUILDING  
350 ROYAL PALM WAY  
FOURTH FLOOR  
PALM BEACH, FLORIDA 33480

M. ADAM BANKIER, P.A.  
ERIC C. CHRISTU, P.A.  
SCOTT A. ELK, P.A.  
ADAM D. PALMER, P.A.  
DEVON G. COUGHLAN  
DAVID S. GOLDFARB  
LINDA L. SNELLING

OF COUNSEL:

ROBERT M. PALMER  
LAWRENCE S. SCHWARTZ\*

\*ADMITTED IN NEW JERSEY ONLY

August 24, 1998

Florida Department of State  
Division of Corporation  
409 East Gaines Street  
Tallahassee, Florida 32399

400002631874--7  
-09/04/98--01011--004  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

RE: Acadian Restaurants, Inc. / Amendment to Articles of Incorporation

Dear Sir/Madam:

Enclosed herewith, please find an original and a copy of the Articles of Amendment to the Articles of Incorporation changing the name of the registered agent in the above referenced corporation.

In addition, enclosed please find my Elk, Bankier, Palmer & Christu check in the amount of \$35.00 representing payment in full for the filing of the Articles of Amendment to Articles of Incorporation.

Upon the filing of the same, please transmit to this office our certified copy in the enclosed self addressed, stamped envelope, provided for your convenience.

Thank you for your courtesy and cooperation with regard to this matter. Should you have any questions with regard to the foregoing, please do not hesitate to contact me.

Sincerely,

ELK, BANKIER, PALMER & CHRISTU

BY:   
SCOTT A. ELK, P.A.

SAE:mja  
Enclosures

sae\corp\acadian\filearts.ltr

not enough  
for CC

Amend  
9/4/98

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 AUG 31 AM 11:56

**ARTICLE OF AMENDMENT TO ARTICLES OF INCORPORATION  
OF ACADIAN RESTAURANTS, INC.  
IN ACCORDANCE WITH SECTION 607.1006, FLORIDA STATUTES**

1. The Articles of Incorporation of Acadian Restaurants, Inc. are hereby amended to change the registered agent of the Corporation.
2. Article IV. Registered Agent, of the Articles of Incorporation is hereby amended to change the registered agent of the Corporation from "Scott A. Elk" to "Steven Sponder".
3. The foregoing Amendment to the registered agent of the Corporation was adopted by Directors and Shareholders Resolution on June 12, 1998.
4. In all other respects, the Articles of Incorporation shall remain the same.

**IN WITNESS WHEREOF**, the undersigned President, Secretary and all Shareholders and Directors of the Corporation have executed these Articles of Amendment this 12th day of June, 1998.

X   
\_\_\_\_\_  
STEVEN SPONDER, President

X   
\_\_\_\_\_  
STEVEN SPONDER, Secretary

X   
\_\_\_\_\_  
STEVEN SPONDER, Sole Shareholder  
and Director

FILED  
STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
98 AUG 31 AM 11:56

**ACADIAN RESTAURANTS, INC.**  
**SHAREHOLDERS AND DIRECTORS RESOLUTION**  
**IN LIEU OF MEETING OF THE SHAREHOLDERS AND DIRECTORS PURSUANT**  
**TO SECTION 607.0704 AND SECTION 607.0821, FLORIDA STATUTES**

The undersigned, being all of the Directors and Shareholders of Acadian Restaurants, Inc. do hereby take the following action by resolution, without a formal meeting pursuant to Sections 607.0704 and 607.0821, Florida Statutes.

**W I T N E S S E T H**

**WHEREAS**, all Directors and Shareholders of the Corporation desire to take such corporate action set forth hereinafter, without a formal meeting of the Shareholders and Directors, and therefore waive all notice requirements for said action; and

**WHEREAS**, the Directors and Shareholders of the Corporation desire to amend the Articles of Incorporation to change the registered agent of the Corporation.

**NOW, THEREFORE**, in consideration of the mutual covenants, conditions and terms contained herein, and upon the unanimous vote of all Directors and Shareholders of the Corporation, be it resolved that:

1. The foregoing recitals are hereby ratified and confirmed as being true and correct in all respects.
2. Steven Sponder as Sole Shareholder and Sole Director of the Corporation does hereby, by unanimous vote, elect to amend the Articles of Incorporation to change the registered agent of the Corporation from "Scott A. Elk" to "Steven Sponder".
3. Steven Sponder as Sole Shareholder and Sole Director does hereby authorize the officers of the Corporation to take any and all actions necessary to effectuate the filing of the Articles of Amendment to change the registered agent of the Corporation, and to expend such funds as may be necessary to accomplish same.
4. All other corporate acts relative to the change of the registered agent of the Corporation are hereby ratified and confirmed in all respects.

X   
STEVEN SPONDER, President

X   
STEVEN SPONDER, Secretary

X   
STEVEN SPONDER, Sole Shareholder

X   
STEVEN SPONDER, Director

I hereby accept to act as registered agent for ACADIAN RESTAURANTS, INC., and agree to comply with the provision of said Act relative to keeping open said office.

  
Printed Name: Steven Sponder

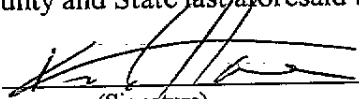
STATE OF Florida )  
 ) ss:  
COUNTY OF Palm Beach )

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid, to take acknowledgements, personally appeared STEVEN SPONDER,

☒ personally known to me, or  
☒ has produced Drivers license - FLA. as identification  
5153-796-62-223-0

and who executed the foregoing instrument and acknowledged before me that they executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 19 day of August, 1998.

  
(Signature)  
Kristen Hamre  
(Printed Name)

My Commission Expires:  
My Commission No. is:



KRISTEN HAMRE  
My Comm Exp. 8/20/2001  
Bonded By Service Ins  
No. CC673668

☒ Personally Known ☐ Other I.D.