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File Number 5399-377-77 3 1

86397321



Property of Cook County Clerk's Office

86397321

To all to whom these Presents shall Come, Greeting:

I, Jim Edgar, Secretary of State of the State of Illinois,
do hereby certify that THE FOLLOWING AND HERETO ATTACHED IS A TRUE COPY OF THE CERTIFICATE OF AUTHORITY, INCLUDING THE LATEST CHANGE OF REGISTERED AGENT OR REGISTERED OFFICE OF THE GROUND ROUND, INC.*



In Testimony Whereof, I hereto set
my hand and cause to be affixed the Great Seal of
the State of Illinois this 22ND
day of AUGUST A. D. 1986

Jim Edgar
SECRETARY OF STATE

UNOFFICIAL COPY

File Number

53882297 3 9 7 3 2 1

SEAL OF THE STATE OF ILLINOIS

OFFICE OF THE SECRETARY OF STATE



Property of Cook County Clerk's Office

NOTICE.

APPLICATION FOR CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS IN THIS STATE BY

THE GRAND BOUND, INC.

INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE HAS BEEN FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1906.

Now Therefore, I, Jim Edgar, Secretary of State of the State of Illinois, by virtue of the powers vested in me by law, do hereby issue this certificate and attach hereto a copy of the Application of the aforesaid corporation.

In Testimony Whereof, I have set my hand and seal to

to affixed the Great Seal of the State of Illinois

at the City of Springfield, this 27th

day of SEPTEMBER AD 1925 and

of the Independence of the United States

the two hundred and 10th

(SEAL)

Jim Edgar
SECRETARY OF STATE

1001
1001
1001

Submit in Duplicate

JIM EDGAR
Secretary of State
State of Illinois

7/2/94
This form requires the
Secretary of State

Accept payment in Certified Check,
Cashier's Check or a Money Order,
payable to "Secretary of State"
DO NOT SEND CASH!

APPLICATION FOR CERTIFICATE
OF AUTHORITY TO TRANSACT
BUSINESS IN ILLINOIS

Date _____
License Fee \$ _____
Franchise Fee \$ _____
Filing Fee \$ _____
Penalty \$ _____
Cost \$ _____

Pursuant to the provisions of "The Business Corporation Act of 1983", the undersigned corporation hereby applies for a certificate of authority to transact business in the State of Illinois and submits the following statement

1 The name of the corporation is THE GROUND ROUND, INC.
That name is not corporation company partnership

is intended to show correct or abbreviation of one of such words

(To be completed only if the corporate name is not available)
and the name which it elects to assume for use in Illinois, hereby agreeing NOT to use its corporate name
in the transaction of business in Illinois, is _____

2 State of Country of Incorporation DE. Date of Incorporation 09/04/85 Period of Duration perpetual

3 The address of its principal office, wherever located, is One Monarch Drive, North
Quincy, MA 02269

and the address of its principal office in Illinois is _____
None at this time

4 The name and address of its registered agent and its registered office in Illinois are
Registered Agent Gil D. Tiam
First Name Middle Name Last Name
Registered Office 2901 Normandy Road
Number Street Suite # or PO Box or other description
Springfield, 62703 Madison
City St. Code County

5 The states and countries in which it is admitted or qualified to transact business are: In process of qualify-
ing in CT, FL, IL, IN, IA, KY, MD, PA, MI, MN, MO, NJ, ND, OH, PA, RI, VA, WI

6 The names and respective residential addresses of its officers and directors are:

		No. & Street	City	State	Zip
President	Fereydoon Zia	37 Boulder Glen	Hingham,	MA	02043
Secretary	Robert F. Brady	Two Centennial Pond Cir.	Kingston,	MA	02364
Director	Fereydoon Zia	37 Boulder Glen	Hingham,	MA	02043
Director	Eric Bernard	9 Lagomar Road	Palm Beach,	FL	33480
V.P. & Director	David L. Goebel	Two Ridge Hill Road	Hingham,	MA	02043
Treasurer	DAVID L. WATKIN	30 Rogers Street	Quincy,	MA	02169

I The purpose or purposes for which it is organized and which it proposes to ~~engage in~~ ^{conduct} the ~~business~~ ^{operation of business} 2 1
in this State are

It has sufficient assets to cover the debt, and also to make distributions of the assets

To engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware and permitted under the Illinois Business Corporation Act, including, but not limited to the ownership, operation and franchising of restaurant and entertainment facilities.

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8 The number of shares which I am authorized to issue and which I has issued are

Class	* Par Value	Number of Shares Authorized	Number of Shares Issued
Common	\$1.00	5,000	1,000

* A declaration as to a par value is optional unless the articles of incorporation make a declaration that no reference to par value is desired, in which case not

9 The amount of paid-in capital** is \$ 1,000

** Paid-in Capital replaces the terms Stated Capital & Paid-in Surplus and is equal to the total of these accounts

(COMPLETE EITHER 910 or 911 below)

10 The corporation elects to pay its license fees and its franchise taxes on the basis of 100% of its paid-in capital

- 11 (a) --Give an estimate of the total value of all the property of the corporation for the following year \$ _____
- (b) --Give an estimate of the total value of all the property of the corporation for the following year that will be located in Illinois \$ _____
- (c) --State the estimated total business of the corporation to be transacted by it everywhere for the following year \$ _____
- (d) --State the estimated annual business of the corporation to be transacted by it at or from places of business in the State of Illinois \$ _____

12 INTERROGATORIES

- ... (a) To what office or offices will all contracts with the corporation be forwarded for final acceptance?
One Monarch Drive, North Quincy, MA 02269
- (b) The number of shares of all classes owned by residents of Illinois is: 0
- (c) The number of shares of all classes owned by non-residents of Illinois is: 1,000
- (d) Is the corporation transacting business in this State at this time? NO
- (e) If your answer is in the affirmative, state the exact date on which it commenced to transact business in Illinois.

13 This application is accompanied by a copy of the articles of incorporation, as amended, duly authenticated by the proper officer of the State or Country wherein it is incorporated, which certification is not more than ninety (90) days old

* PROPERTY as used in this application shall apply to all property of the corporation, real, personal, tangible, intangible, or mixed, without qualification

** When the response to P12(a) has ONLY an Illinois address, then the total business as reflected in P12(a) shall be considered to be an Illinois business for the purpose of computing the Illinois franchise taxes. By signing this application, the corporation attests that it is aware that the amount of paid-in capital and consequently the amount of license fees and franchise taxes, may be proportionately higher due to the Illinois address chosen under P12(a)

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The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirm under penalties of perjury that the facts stated herein are true.

Dated September 19 1985

THE GROUND ROUND, INC.

(State Name of Corporation)

Attested by

[Signature]
(Name of Secretary or Another Officer)

[Signature]
(Name of President or Vice President)

[Signature]
(Name of First Name and Title)

[Signature]
(Name of First Name and Title)

001510101

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Form BCA-13.16

File No

**APPLICATION FOR CERTIFICATE
OF AUTHORITY TO
TRANSACT BUSINESS IN ILLINOIS**

Filing Fee \$75.00 plus applicable Revenue Fee
and Transfer Fee

FILED

SEP 27 1985

**CORPORATION DEPT.
SECRETARIAT OF STATE**

RETURN TO:

Corporation Department
Secretary of State
Springfield, Illinois 62756
Telephone 217 -- 782-6801

6012

UNOFFICIAL COPY

Submit in Duplicate

Remit payments in Check or Money Order, payable to "Secretary of State".

DO NOT SEND CASH!

Secretary of State
State of Illinois

63973

This Space For Use By
Secretary of State

Date 8-21-86

Filing Fee \$5.00

Clerk *[Signature]*

STATEMENT OF CHANGE OF REGISTERED AGENT AND/OR REGISTERED OFFICE

Pursuant to the provisions of "The Business Corporation Act of 1983", the undersigned corporation hereby submits the following statement.

1. The name of the corporation is The Ground Round, Inc.

2. The State or Country of incorporation is Delaware

3. The name and address of its registered agent and its registered office as they appear on the records of the office of the Secretary of State (Before Change) are:

Registered Agent Gil Timm
First Name Middle Name Last Name

Registered Office 2901 Normandy Road
Number Street Suite No. (A P.O. Box alone is not acceptable)

Springfield 62703 Sangamon
City Zip Code Country

4. The name and address of its registered agent and its registered office shall be (After All Changes Sorein Reported):

Registered Agent The Prentice-Hall Corporation System, Inc.
First Name Middle Name Last Name

Registered Office 33 North LaSalle Street
Number Street Suite No. (A P.O. Box alone is not acceptable)

Chicago 60607 Cook
City Zip Code Country

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

6. The above change was authorized by: ("X" one box only)

- a. By resolution duly adopted by the board of directors.
- b. By action of the registered agent.

(Note 5)
(Note 6)

(If authorized by the board of directors, sign here. See Note 5)

The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirm, under penalties of perjury, that the facts stated herein are true.

Dated AUGUST 17, 1986

The Ground Round, Inc.
(Exact Name of Corporation)

attested by *[Signature]*
(Signature of Secretary or Assistant Secretary)

by *[Signature]*
(Signature of President or Vice President)

Stuart R. Plumer - Secretary
(Type or Print Name and Title)

Robert G. King - Vice President
(Type or Print Name and Title)

(If change of registered office by registered agent, sign here. See Note 6)

The undersigned, under penalties of perjury, affirms that the facts stated herein are true.

Dated _____, 19 _____

(Signature of Registered Agent of Record)

FILED
AUG 22 1986

Secretary of State

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DEPT-01 RECORDING
\$17.00
TRN 1036 09/05/06 15:27:00
#1697 # A * -64-397321
COOK COUNTY RECORDER

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