DOC ID ----> 5492_0336

OHIO SECRETARY OF STATE
PROCESSING STATEMENT
04/25/96

05492-0336

CHARTER NUMBER: 939337
ROLL AND FRAME: 5492-0336

CORPORATION:	DOCUMENT NUMBER	CODE	FEE
GINO'S AWARDS, INC.	96042505301	ARF	85.00
	96042505301	MIS	10.00

107813

RETURN TO: CALFEE, HALTER & GRISWOLD
ATTN CAROL B
88 E BROAD ST STE 1500
COLUMBUS OH 43215

TOTAL : 95.00

0387

DOC ID ----> 5492_0336

05492-0337

The State of Ohio

Bob Taft

Secretary of State

939337

Certificate

It is hereby certified that the Secretary of State of Ohio has custody of the Records of Incorporation and Miscellaneous Filings; that said records show the filing and recording of: ARF MIS

of:

GINO'S AWARDS, INC.

United States of America
State of Ohio
Office of the Secretary of State

Recorded on Roll 5492 at Frame 0338 of the Records of Incorporation and Miscellaneous Filings.

Witness my hand and the seal of the Secretary of State at Columbus, Ohio, this 25TH day of APRIL ,

A.D. 19 96 .

Bob Taft

Bob Taft
Secretary of State

DOC ID ----> 5492_0336

05492-0338

APPROVED
BY
DATE 4-25-96
85
9604250530 1

ARTICLES OF INCORPORATION

OF

GINO'S AWARDS, INC.

* * * * *

The undersigned, a citizen of the United States, desiring to form a corporation, FOR PROFIT, does hereby CERTIFY:

ARTICLE I

The name of the corporation is Gino's Awards, Inc.

ARTICLE II

The principal office of the corporation shall be located in Cleveland, Cuyahoga County, Ohio.

ARTICLE III

The purpose or purposes for which, or for any of which, it is formed are to enter into, promote or conduct any kind of business, contract or undertaking permitted to corporations for profit organized under the General Corporation Laws of the State of Ohio, to engage in any lawful act or activity for which corporations may be formed under Sections 1701.01 to 1701.98, inclusive, of the Revised Code of Ohio, and, in connection therewith, to exercise all express and incidental powers normally permitted such corporations.

ARTICLE IV

The authorized number of shares of capital stock of the corporation shall consist of Eight Hundred Fifty (850) shares, all of which shall be common shares, without par value. The minimum stated capital with which the corporation shall begin business is $100.00.

ARTICLE V

The corporation may purchase, from time to time, and to the extent permitted by the laws of Ohio, shares of any class of stock issued by it. Such purchases may be made either in the open market or at private or public sale, and in such manner and amounts, from such holder or holders of outstanding shares of the corporation and at such prices as the Board of Directors of the corporation shall from time to time determine, and the Board of Directors is hereby empowered to authorize such purchases from time to time without any vote of the holders of

DOC ID ----> 5492_0336

any class of shares now or hereafter authorized and outstanding at the time of any such purchase.

ARTICLE VI

Notwithstanding any provision of the laws of the State of Ohio now or hereafter in force requiring, for any purpose, the vote of the holders of greater than a majority but less than all of the voting power of the corporation or of any class or classes of shares thereof, such action (unless otherwise expressly prohibited by statute) may be taken by vote of the holders of shares entitling them to exercise a majority of the voting power of the corporation or of such class or classes.

ARTICLE VII

The preemptive right to purchase additional shares or any other securities of the corporation is expressly denied to all shareholders of all classes.

ARTICLE VIII

Section 1701.831 of the Revised Code of Ohio shall not apply to any control share acquisition (as defined in Section 1701.01(Z)(1) of the Revised Code of Ohio, as the same may be amended from time to time, or in any successor thereto, however denominated) of shares of any class of capital stock of the corporation.

ARTICLE IX

Chapter 1704 of the Revised Code of Ohio shall not apply to the corporation or to any transaction between the corporation and any holder of shares of any class of capital stock of the corporation.

IN WITNESS WHEREOF, I have subscribed my name to these Articles of Incorporation on April 23, 1996.

Carol Braunschweig
(Sole Incorporator)

111/24011AAA.311

DOC ID ----> 5492_0336

05492-0340

GINO'S AWARDS, INC.

ORIGINAL APPOINTMENT OF STATUTORY AGENT

* * * * * * * *

The undersigned, being the Sole Incorporator of Gino's Awards, Inc., under the provisions of Section 1701.07 of the Ohio Revised Code, does hereby appoint as Statutory Agent, Gino P. Zavarella, a natural person resident of the State of Ohio, upon whom any process, notice, or demand required or permitted by statute to be served upon the corporation may be served.

The complete business address of said Agent is 28749 Chagrin Blvd., in the city of Cleveland, in Cuyahoga County, Ohio, Zip Code 44122.

IN WITNESS WHEREOF, the undersigned Sole Incorporator of Gino's Awards, Inc., has executed this Original Appointment of Statutory Agent on April 23, 1996.

Carol Braunschweig
(Sole Incorporator)

ACCEPTANCE OF APPOINTMENT
AS STATUTORY AGENT

* * * * * * * *

The undersigned, Gino P. Zavarella, does hereby acknowledge and accept appointment as Statutory Agent for Gino's Awards, Inc. this 23rd day of April, 1996.

Gino P. Zavarella

111/24011AAA.311

6

☐ UNIFORM COMMERCIAL CODE FILING

☒ CORPORATIONS FILING

CORPORATIONS ONLY

☒ EXPEDITE SERVICE ☒ PICK-UP ☐ MAIL

CORRESPONDENCE

PLEASE RETURN THE ATTACHED DOCUMENTS TO:

Calfee Halter

NAME OF YOUR FIRM OR COMPANY

Carol B.

ATTENTION

05492-0341

88 E. Broad St., Ste. 1500

STREET, CITY, STATE, ZIP CODE

621-1500

TELEPHONE NUMBER

COIS: OH 43215

UCC ONLY

☐ MAIL ☐ PICK-UP

IF NOT CHECKED, IT WILL BE MAILED.