

Filing fee: \$ 25.00  
 + Licensing fee: \$ 60.00 (See Section  
 136 II)  
 Total fees \$ 85.00

Form No. 11  
 RSA 293-A:54

ARTICLES OF INCORPORATION  
 OF  
 ESA, INC.

**FILED**  
 APR 1 1983  
 NEW HAMPSHIRE  
 SECRETARY OF STATE

THE UNDERSIGNED, ACTING AS INCORPORATOR OF A CORPORATION UNDER THE NEW HAMPSHIRE BUSINESS CORPORATION ACT, ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION FOR SUCH CORPORATION:

FIRST: The name of the Corporation is ESA, Inc.

SECOND: The period of its duration is perpetual.

THIRD: The principal purpose or purposes for which the Corporation is organized are: to own, conduct, operate, maintain and carry on a restaurant, cocktail lounge and nightclub business providing service, food, drink, music and entertainment to the public; to do each and every thing necessary, suitable or proper for the accomplishment of any one or more of the objects enumerated herein; and to transact any other lawful business for which corporations may be incorporated under the New Hampshire Business Corporation Act.

FOURTH: No approval, license, or permit from another New Hampshire agency, board, or commission is required prior to receiving a Certificate of Incorporation from the Secretary of State.

FIFTH: The aggregate number of shares which the Corporation shall have authority to issue, and the par value thereof, is: fifteen thousand (15,000) shares of voting common stock, one dollar (\$1.00) par value.

SIXTH: No holder of shares of the capital stock of the corporation, now or hereafter authorized, shall have any preemptive or preferential right to subscribe for, purchase, or receive any shares of the Corporation of any class, now or hereafter authorized, or any options or warrants for such shares, or any rights to subscribe to or purchase any such shares or any securities convertible into, exchangeable for, or carrying rights or options to purchase shares of any class or other securities, which may at any time be issued, sold, or offered for sale by the Corporation.

SEVENTH: The address of the initial registered office of the corporation is 212 Second Street, Manchester, New Hampshire and the name of its initial registered agent at such address is Edgar H. Scholl.

EIGHTH: The number of directors constituting the initial board of directors of the Corporation is three (3), and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

<u>Name</u>	<u>Address</u>
Alan J. Boyer	7 Patley Road North Reading, MA 01864
Sheila B. Scholl	212 Second Street Manchester, NH
Edgar H. Scholl	212 Second Street Manchester, NH

NINTH: The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
Alan J. Boyer	7 Patley Road North Reading, MA 01864

Dated: March 30, 1983

Alan J. Boyer  
Incorporator