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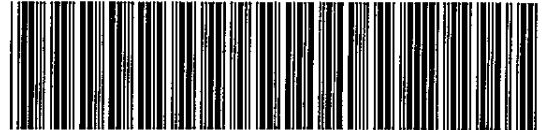
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TALLAHASSEE FLORIDA

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**CHARLES F. DECKER, P.A.**

ATTORNEY AT LAW  
10209 B GULF BLVD.  
TREASURE ISLAND, FLORIDA 33706

PH. (727) 360-2001  
FAX (727) 367-1601

LORI HEDSTROM, PARALEGAL

January 29, 2003

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

RE: Gemini Resources Unlimited, Inc.

Dear Sir/Madam:

Please find enclosed two original copies of the executed Articles of Incorporation for the above-referenced corporation. Please endorse your approval of the Articles on the duplicate original provided herein, and return same in the self-addressed stamped envelope enclosed for your convenience.

Additionally, I have enclosed our firm check in the amount of \$78.75 to cover the Registered Agent fee, the filing fee and the fee for a certified copy of the Articles.

If you find any problems with the enclosed documents or require additional information, please contact the undersigned by telephone rather than returning any documents.

Sincerely,



Lori Hedstrom  
Paralegal

/lah  
Enclosures

**ARTICLES OF INCORPORATION**  
**OF**  
**GEMINI RESOURCES UNLIMITED, INC.**

**FILED**  
03 JAN 31 PM 1:55  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned, acting as incorporator of 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 is **GEMINI RESOURCES UNLIMITED, INC.**

**ARTICLE II. DURATION**

The corporation shall exist perpetually, commencing on the date of the filing of these Articles.

**ARTICLE III. PRINCIPAL PLACE OF BUSINESS**

The principal place of business for this corporation will be 10209B Gulf Boulevard, Treasure Island, Florida 33706.

**ARTICLE IV. PURPOSE**

This corporation is organized for the purpose of all lawful purposes.

**ARTICLE V. CAPITAL STOCK**

This corporation is authorized to issue Ten (10) common shares of No Dollar par value stock.

**ARTICLE VI. REGISTERED OFFICE AND REGISTERED AGENT**

The name of the initial Registered Agent of this corporation and the street address of the initial Registered Office are as follows: Charles F. Decker, 10209B Gulf Boulevard, Treasure Island, Florida 33706.

#### **ARTICLE VII. INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws, but shall never be less than one

(1). The name and address of the initial director of this corporation are:

Peter Gray, President and Secretary  
10209B Gulf Boulevard  
Treasure Island, Florida 33706

#### **ARTICLE VIII. INCORPORATOR**

The name and address of the person signing these Articles of Incorporation is: Charles F. Decker, 10209B Gulf Boulevard, Treasure Island, Florida 33706.

#### **ARTICLE IX. INDEMNIFICATION**

This corporation shall indemnify any officer, or any former officer, to the full extent permitted by law.

#### **ARTICLE X. AMENDMENT**

This corporation reserves the right of amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

#### **ARTICLE XI. BYLAWS**

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend, or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the Shareholders.

IN WITNESS WHEREOF, the undersigned executes these Articles of Incorporation on this

29 day of January, 2003.

Sign: Charles F. Decker  
Charles F. Decker, Incorporator

STATE OF FLORIDA  
COUNTY OF PINELLAS

Before me, a Notary Public authorized to take acknowledgments in Pinellas County, Florida, personally appeared Charles F. Decker, personally known to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal on this 29 day of January, 2003.



Lori Hedstrom  
NOTARY PUBLIC  
My Commission Number: DD036194  
My Commission Expires: 10/22/05

**ACCEPTANCE OF REGISTERED AGENT**

I HEREBY AGREE as Registered Agent, to accept service of process for the above-named corporation, and to comply with the applicable provisions of Florida law relative to office hours and the posting of Registered Agent names.

Sign: Charles F. Decker  
Charles F. Decker, Registered Agent

**FILED**  
03 JAN 31 PM 1:56  
TALLAHASSEE FLORIDA  
SECRETARY OF STATE