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03 APR -4 PM 12:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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W03-4774

**Watson & Osborne, P.A.**  
**Attorneys at Law**

KEITH WATSON  
LEE S. OSBORNE  
WILLIAM J. JOOS  
GERARD SCHLOTH

REPLY TO:  
2500 MONUMENT ROAD, SUITE 201

February 7, 2003

Florida Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32314

**Re: Thai Basil, Inc.**

Dear Sir or Madam:

Enclosed please find the original and one (1) copy of the Articles of Incorporation for Thai Basil, Inc. Also enclosed is our check in the amount of \$78.75, payable to the Florida Department of State, to cover your fees for filing, registration and certification.

If you have any questions, please feel free to contact me. Your assistance is greatly appreciated.

Very truly yours,

Lee S. Osborne

LSO/cys

Enclosures



FLORIDA DEPARTMENT OF STATE

Ken Detzner  
Secretary of State

February 18, 2003

LEE S OSBORNE  
2500 MONUMENT ROAD SUITE 201  
JACKSONVILLE, FL 32225

SUBJECT: THAI BASIL, INC.  
Ref. Number: W03000004774

We have received your document for THAI BASIL, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6931.

Becky McKnight  
Document Specialist  
New Filing Section

Letter Number: 803A00010692

**ARTICLES OF INCORPORATION**  
**OF**  
**LEMONGRASS RESTAURANT, INC.**

FILED  
03 APR -4 PM 12: 30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation for profit under the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

**ARTICLE I**

Name, Location and  
Mailing Address of Principal Office

The name of the corporation is LEMONGRASS RESTAURANT, INC. The principal office and mailing address of this corporation is 13056 Chet's Creek Drive North, Jacksonville, Florida 32224.

**ARTICLE II**

Purpose

This corporation is organized for the purpose of operating a restaurant and any and all related services permitted under the laws of the United States and the State of Florida.

**ARTICLE III**

Capital Stock

The aggregate number of shares which the corporation is authorized to issue is Five Hundred (500). Such shares shall be of a single class, and shall have a par value of One Dollar (\$1.00) each. The shares of stock are to be issued as follows:

<u>NAME</u>	<u>SHARES</u>
Voradet Thepsouvanh	100
Phet T. Thompson	100
Viengkhong Thepsouvanh	100
Vilay Rityavong	100
Vilayvanh Lovan	100

**ARTICLE IV**  
**Initial Registered Office and Agent**

The street address of the initial registered office of this corporation is 13056 Chet's Creek Drive North, Jacksonville, Florida 32224, and the name of the initial registered agent of the corporation at that address is Voradet Thepsouvanh.

**ARTICLE V**  
**Directors**

This corporation shall initially have five (5) directors. The number of directors may be increased or decreased from time to time but shall never be fewer than one nor more than five. The name, street address and title of the members(s) of the first Board of Directors of the corporation are:

<u>Name</u>	<u>Street Address</u>	<u>Title</u>
Voradet Thepsouvanh	12748 Glade Spring Drive South Jacksonville, FL 32246	President/Director
Phet T. Thompson	13056 Chet's Creek Drive North Jacksonville, FL 32224	Vice President/ Director
Viengkong Thepsouvanh	945 Hyannis Port Drive Jacksonville, FL 32224	Secretary/Director
Vilay Rityavong	12748 Glade Spring Drive South Jacksonville, FL 32246	Treasurer/Director
Vilayvanh Lovan	13285 Egrets Marsh Drive Jacksonville, FL 32224	Director

**ARTICLE VI**  
**Incorporator**

The name and street address of the incorporator of this corporation are Phet T. Thompson, 13056 Chet's Creek Drive North, Jacksonville, Florida 32224.

## **ARTICLE VII**

### **By-Laws**

The initial By-Laws of this corporation shall be adopted by the director(s). By-Laws may be adopted, amended or repealed in the manner provided in the By-Laws by either the shareholders or the directors.

## **ARTICLE VIII**

### **Restrictions on Transfer of Stock**

The shareholders may, by By-Law provision or by shareholders' agreement recorded in the minutes book, impose such restrictions on the sale, transfer or encumbrance of the stock of this corporation as they may see fit.

## **ARTICLE IX**

### **Director Compensation**

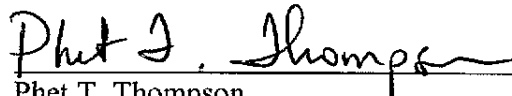
The Board of Directors is hereby specifically authorized to make provision for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any directors of the corporation may also serve the corporation in any other capacity and receive compensation in any form.

## **ARTICLE X**

### **Indemnification**

The Board of Directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

IN WITNESS WHEREOF, the Incorporator has executed these Articles the 1 day of April, 2003.



Phet T. Thompson  
Incorporator

STATE OF FLORIDA  
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this April day of 2003, 2003 by Phet T. Thompson.

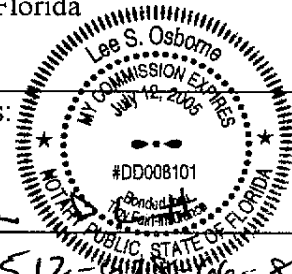
Notary Public, State of Florida

Print Name: \_\_\_\_\_

My Commission Expires: \_\_\_\_\_

Personally known \_\_\_\_\_ or produced identification: \_\_\_\_\_

Florida



T512-018 66-874-0

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR  
THE SERVICE OR PROCESS WITHIN THE STATE OF FLORIDA AND  
NAMING THE REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED**

LEMONGRASS RESTAURANT, INC., desiring to organize under the laws of the State of Florida as a corporation, has named Voradet Thepsouvanh, who maintains an office at 13056 Chet's Creek Drive North, Jacksonville, Florida 32224, as its registered agent to accept service of process within this State, all in accordance with Section 607.034, Florida Statutes.

DATED this 1 day of April, 2003.

By: Phet T. Thompson  
Phet T. Thompson, Incorporator

**ACCEPTANCE**

Having been named to accept service of process for the foregoing corporation, at the place designated in this certificate, and being familiar with the obligations of such position, I hereby agree to act in such capacity and agree to comply with the provisions of the laws of the State of Florida relative to maintaining such registered office.

DATED this 1 day of APRIL, 2003.

Voradet Thepsouvanh  
Voradet Thepsouvanh

FILED  
03 APR - 4 PM 12:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA