

P96000024790

TRANSMITTAL LETTER

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

900001749769
-03/15/96--01003--008
****122.50 ****122.50

SUBJECT: KEMPLE, INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of Incorporation and a check
for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate

☒ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

FROM: DHARMINDER L. KAMPANI
Name (printed or typed)
17140 Lorain Avenue
Address
Cleveland, Ohio 44111
City, State & Zip
(216) 251-8023
Daytime Telephone number

Dmc
3/20/96

FILED
96 MAR 15 AM 10:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

FILED

96 MAR 15 AM 10:44

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the corporation shall be:

KEMPLE, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

2106 Busch Boulevard
Tampa, Florida 33612

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

Seven Hundred Fifty (750) all of which shall
be without par value.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Satish R. Patel
2106 Busch Boulevard
Tampa, Florida 33612

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Satish R. Patel
2106 Dunch Boulevard
Tampa, Florida 33612

ARTICLE VI PURPOSE

To engage in any lawful act or activity for which corporations may be formed under section 607.0202 of the Florida Statutes, including but not limited to purchase, own and manage a motel including all functions incidental hereto.

ARTICLE VII MISC. PROVISIONS

(A) The Corporation, through its Board of Directors, shall have the right and power to repurchase any of its outstanding shares at such prices and upon such terms as may be agreed upon between the corporation and the selling shareholder or shareholders.

(B) Notwithstanding any provisions of the general Corporation Law of Florida, now or hereafter in force, requiring for any purpose the vote or consent of the holders of shares entitling them to exercise two-thirds of the voting power of the Corporation or of any class or classes of shares thereof, such action, unless otherwise expressly required by statute, may be taken by the vote or consent of the holders of shares entitling them to exercise a majority of the voting power of the corporation or of such class of shares thereof.

(C) A director or officer of the corporation shall not be disqualified by his office from dealing or contracting with the corporation as vendor, purchaser, employee, agent or otherwise; nor shall any transaction, contract or act of the corporation be void or voidable or in any way affected or invalidated by reason of the fact that any director or officer or any firm of which such director or officer is a shareholder, director or officer, is in any way interested in such transaction, contract, or act, provided the fact that such director, officer, firm or corporation is so interested shall be disclosed or shall be known to the Board of Directors of such members thereof as shall be present at any meeting of the directors at which action upon any such contract, transaction or act shall be taken; nor shall any such Director or Officer be accountable or responsible to the corporation for or in respect of any such transaction, contract or acquisition of the corporation, or for any gains or profits realized by him by reason of the fact that he or any firm of which he is a shareholder, officer or director is so interested in such transaction, contract or act and any director or officer, if such officer is a director, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the Corporation which shall authorize or take action in respect of any such contract, transaction or act, and may vote thereat to authorize, ratify or approve any such transaction, contract or act, with like force and effect as if he is a member, or any corporation of which he is a shareholder, officer or director, were not interested in such transaction, contract or act.

(D) The corporation shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceedings, whether civil, criminal, administrative or investigative (other than an action by or in the right of the corporation) by reason of the fact that he is or was a director or officer of the corporation, or is or was serving at the request of the partnership, joint venture, trust or other enterprise, against expenses including attorney's fees, judgment, fines and amounts paid in settlement) actually and reasonably incurred by him in connection with such action, suit or proceedings if he acted in good faith and in a manner he reasonably believed to be and, with respect to any criminal action or proceedings, had no reasonable cause to believe his conduct was unlawful. The termination of any action, suit or proceedings by judgment, order, settlement, conviction or upon a plea of nolo contendere or its equivalent, shall not of itself, create a presumption that the person did not act in good faith and in a manner which he reasonably believe to be in or not opposed to the best interests of the corporation and, with respect to any criminal action or proceedings, had reasonable cause to believe that his conduct was unlawful.

(E) All directors shall severally or collectively consent in writing to any action to be taken by the Board of Directors, and such action shall be as valid a corporation action as though it had been authorized in a meeting of said Board. Said writing or writings, signed by all of the Directors shall be filed with or entered upon the records of the corporation. A majority of the whole authorized number of directors may ratify any act of any officer or officers of the corporation.

The undersigned incorporator(s) has(~~have~~) executed these Articles of Incorporation this

13th day of March, 19 96.

(An additional article must be added if an effective date is required.)


SATISH R. PATEL


Signature

Signature

Signature

Notarization is not required

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE** **FILED**

96 MAR 15 AM 10:44

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE
UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF
FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED
OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: KEMPLE, INC.

2. The name and address of the registered agent and office is:

SATISH R. PATEL

(NAME)

2106 Busch Boulevard

(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Tampa, Florida 33612

(CITY/STATE/ZIP)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in accordance with the provisions of all statutes relating to the proper performance of my duties, and I am familiar with and accept the obligations of a registered agent.

Satish Patel

SATISH R. PATEL

(SIGNATURE)

3/13/96

(DATE)

P96000024790

1201 HAYS STREET
TALLAHASSEE, FL 32310
(904) 222-0171
(904) 222-0170

800-342-8000



ACCOUNT NO. : 072100000032

REFERENCE : 923171 7108363

AUTHORIZATION :

COST LIMIT : \$ 35.00

Patricia Pigott

ORDER DATE : April 18, 1996

800001785948

ORDER TIME : 10:53 AM

ORDER NO. : 923171

CUSTOMER NO: 7108363

CUSTOMER: Mr. Satish Patel
Mr. Satish R. Patel
571 South Duncan Avenue
Clearwater, FL 34616

FILED
APR 18 PM 1:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOMESTIC AMENDMENT FILING

NAME: KEMPLE, INC.

FILED
APR 19 PM 1:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

☒ ARTICLES OF AMENDMENT
☐ RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY
☒ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: GLS

EXAMINER'S INITIALS: _____

NCRC
4-19



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

April 18, 1996 *use date*

CSC NETWORKS
GLS
TALLAHASSEE, FL

SUBJECT: KEMPLE, INC.
Ref. Number: P96000024790

resubmit

We have received your document for KEMPLE, INC. and the authorization to debit your account in the amount of \$35.00. However, the document has not been filed and is being returned for the following:

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. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return 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 (904) 487-6957.

Joy Moon-French
Corporate Specialist

Letter Number: 096A00018302

RECEIVED
DIVISION OF CORPORATIONS
96 APR 19 7 11 PM

* The file second is being held in our pending,
+ will be O.K. to file after this document.

* Please use 18th date on both

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

Kempie, Inc.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Article 1. is deleted in its entirety and in place added: Puja Hospitality Services, Inc.

FILED
96 APR 18 PM 1:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

N/A

THIRD: The date of each amendment's adoption: 4/17/96

FOURTH: Adoption of Amendment(s) (CHECK ONE)

☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____ voting group."

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 17 of April, 19 96

Signature



(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders) Satish R. Patel

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Satish R. Patel

Typed or printed name

Shareholder & President

Title