

P96000043078

TRANSMITTAL LETTER

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

200001820522
-05/14/96--01078--005
*****78.75 *****78.75

SUBJECT: Gemini Concepts, Inc.

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

 \$70.00
Filing fee

 XX \$78.75
Filing fee &
Certificate

 \$122.50
Filing fee &
Certified copy

 \$131.25
Filing fee,
Certified copy
& Certificate

****ADDITIONAL COPY REQUIRED****

FROM: Law Offices of Marcella C. Gridley
1968 Bayshore Boulevard
Dunedin, FL 34698
(813) 733-2701

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY 13 AM 10:47

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

u9w5-21-96

**ARTICLES OF INCORPORATION
OF
GEMINI CONCEPTS, INC.**

FILED
SECRETARY OF STATE
BUREAU OF CORPORATIONS
96 MAY 13 AM 10:47

We, the undersigned, hereby make the within Articles of Incorporation for the purposes of becoming incorporated and being a corporation under and by virtue of the laws of the State of Florida under the following proposed charter:

ARTICLE I - NAME/ADDRESS

The name of the corporation shall be GEMINI CONCEPTS, INC. and its business shall be carried on in the State of Florida and such other states and countries as may be agreed upon, and its principal place of business and mailing address shall be 11801 North 50th Street #K-22, Tampa, Florida 33617 or such other place as from time to time is designated.

ARTICLE II - PURPOSE

The purpose of this corporation is to transact any or all lawful businesses for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE III - CAPITAL STOCK

The total number of shares that may be issued by the corporation is 1,000 shares of common stock with a par value of \$1.00 per share, which stock may be issued in fractional shares and may be in whole or in part cancelled and reissued at any time in compliance with the By-laws of this corporation. Said stock shall be paid for in such a manner as the Board of Directors may provide and approve, whether in cash, services or property.

ARTICLE IV - DURATION

This corporation shall have perpetual existence unless sooner terminated by operation of law or voluntary dissolution in the manner prescribed by law.

ARTICLE V - OFFICERS AND DIRECTORS

The business and affairs of this corporation shall be conducted and managed by a Board of Directors of not less than one (1) director, and the Board of Directors shall be elected annually by the stockholders of the corporation at such time and place as may be fixed by the By-laws or by resolution of the Board of Directors, and who shall be elected and qualified. The names and addresses of the initial officers and directors who are to serve until the first annual meeting of the stockholders are as follows:

KURT R. MAYO
11801 N. 50th Street #K-22
Tampa, FL 33617

President/Director
Secretary/Treasurer

ARTICLE VI - INCORPORATORS

The names and addresses of the incorporators to these Articles and the number of shares of common stock which they agree to take are as follows:

Names and Address

Number of Shares

KURT R. MAYO
11801 N. 50th Street #K-22
Tampa, FL 33617

100

ARTICLE VII - BY-LAWS

The power to adopt, alter, amend or repeal By-laws shall be vested in the Board of Directors and shareholders.

ARTICLE VIII - POWERS

This corporation shall have all the corporate powers enumerated in the Florida General Corporation Act as now pending or hereafter enacted.

ARTICLE IX - AMENDMENT

This corporation reserves the right to 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.

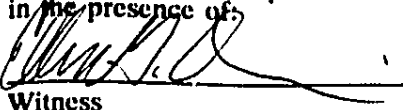
ARTICLE X - INITIAL REGISTERED AGENT


The initial registered agent of the corporation and her address shall be follows:


MARCELLA C. GRIDLEY, Esquire, 1968 Bayshore Boulevard, Dunedin, Florida 34698.

IN WITNESS WHEREOF, we have hereunto subscribed our hands and seals to these Articles of Incorporation this 4th day April, 1996.

Signed, sealed and delivered
in the presence of:

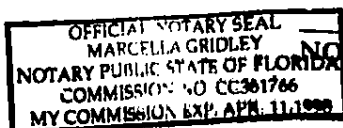

Witness

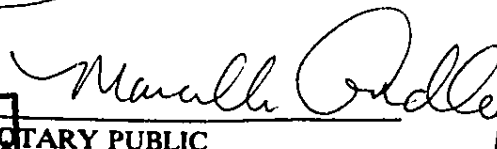
 (SEAL)
KURT R. MAYO
Incorporator


Witness

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 4th day of April, 1996 by KURT R. MAYO, who is personally known to me or who has produced _____ as identification.




NOTARY PUBLIC

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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

THAT GEMINI CONCEPTS, INC., DESIRING TO ORGANIZE OR QUALIFY
UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF
BUSINESS IN THE CITY OF ST. PETERSBURG, STATE OF FLORIDA, HAS NAMED
MARCELLA C. GRIDLEY, LOCATED AT 1968 BAYSHORE BOULEVARD, CITY OF
DUNEDIN, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS
WITHIN FLORIDA.

SIGNATURE

Kurt R. Mayo
KURT R. MAYO, President

TITLE

PRESIDENT / DIRECTOR

DATE

APRIL 4, 1996

HAVING BEEN NAMED TO ACCEPT THE SERVICE OF PROCESS FOR THE
ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS
CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER
AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE
PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE

Marcella C. Gridley
MARCELLA C. GRIDLEY, ESQUIRE

DATE

4/4/96

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY 13 AM 10:47