

P96000065850
TRANSMITTAL LETTER

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

FILED 001 011 301813
-00205/96--01059--010
*****79.75 *****79.75

Limited, Inc.

SUBJECT: PSVN
(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: DON AKRIDGE
Name (printed or typed)
1950 SPECTRUM CIRCLE
SUITE A-405
Address

MARIETTA, GA. 30067
City, State & Zip

770-980-4904
Daytime Telephone number

AUG 7 1996 BSB

Don Akridge GAVE
AUTHORIZATION BY PHONE TO
CORRECT name
DATE 8/7/96
DOC. EXAM BSB

FILED
96 AUG -5 PM 12:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

**ARTICLES OF INCORPORATION OF
PSVN LIMITED, INC.**

FILED

96 AUG -5 PM 12:32

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, a natural person of the age of 18 or more, for the purpose of forming a corporation under the Business Corporation Act of the State of Florida, hereby adopt the following Articles of Incorporation:

ARTICLE I. Name

The name of the corporation is PSVN LIMITED, INC.

ARTICLE II. Initial Principle Office

The mailing address of the corporation's initial principal office is: 203 George Road, Port Charlotte, FL 33952.

ARTICLE III. Stock

The aggregate number of shares of stock which the corporation shall have authority to issue is 5,000 shares, each of which shall have \$1.00 par value, and all of which shall be of one classification.

ARTICLE IV. Registered Agent/Office

The address of the corporation's initial registered office in the state of Florida is: 203 George Road, Port Charlotte, FL 33952 and the name of its initial registered agent at such address is P. S. V. Nair.

ARTICLE V. Incorporator

The name and address of the incorporator, and the person to contact with any questions concerning this filing, is as follows: P. S. V. Nair, 203 George Road, Port Charlotte, FL 33952.

ARTICLE VI. Initial Board of Directors

The number of directors to constitute the board of directors shall be one, as determined by the bylaws of the corporation. The names and addresses of the initial board of directors are as follows:

Name:
P. S. V. Nair

Address:
203 George Road, Port Charlotte, FL 33952.

ARTICLE VII. Perpetual Duration

The duration of the corporation is perpetual.

ARTICLE VIII. Purpose

This corporation is organized and formed to engage in the development and operation of restaurants and other lawful acts or activities for which any corporations may be organized under the Florida Business Corporation Act.

ARTICLE IX. Grant of Preemptive Rights

The preemptive rights of shareholders to acquire additional shares of capital stock of the corporation are as follows: each shareholder shall be entitled as a matter of right to subscribe for, purchase or otherwise acquire any additional shares of the specific class of stock of the corporation held by the respective shareholder including, but not limited to, shares which are authorized herein but issues on or hereafter the date of incorporation, shares which are subsequently authorized and issued and shares which are acquired and reissued by the corporation.

ARTICLE X. Bylaw Amendments

The board of directors may repeal or amend the bylaws of the corporation and may adopt new or additional bylaws, and the articles of incorporation shall be amended as provided in the Florida Business Corporation Act.

ARTICLE XI. Cumulative Voting for Directors

At each election of directors, each shareholder entitled to vote shall be entitled to cast cumulative votes in accordance with the terms and conditions of the bylaws of the corporation. In such event, each shareholder may vote either by giving one candidate as many votes as equals the number of directors to be elected multiplied by the number of the shareholder's shares or by distributing such cumulative votes among any number of such candidates.

ARTICLE XII. Board Vacancies

Any vacancy of the board of directors may be filled by the affirmative vote of majority of the remaining directors. Any director so elected shall serve until the director's successor has been elected and qualified.

ARTICLE XIII. Indemnification

The corporation shall have the power to indemnify to the fullest extent permitted by law any person who is made, or threatened to be made, a party to any action, suit or proceeding, whether civil, criminal, administrative, investigative, or otherwise (including an action, suit or proceeding by or in the right of the corporation) by any reason of the fact that the person is or was a director, officer, employee or agent of the corporation, or a fiduciary within the meaning of the Employee Retirement Security Act of 1974, as amended, with respect to any employee benefit plans of the corporation, or serves at the request of the corporation as a director, officer, employee, or agent, or as a partnership, joint venture, trust or other enterprise, and their respective heirs, administrators, personal representatives, successors and assigns. Indemnification specifically provided by the Florida Business Corporation Act shall not be deemed exclusive of any other rights to which such director, officer, employee or agent may be entitled under any bylaw, agreement, vote of shareholders or disinterested directors or otherwise. The corporation, its officers, directors, employees or agents shall be fully protected in taking any action or making any payment under this Article or in refusing to do so upon the advice of independent counsel.

ARTICLE XIV. No Personal Liability

No director of the corporation shall be personally liable to the corporation or its shareholders for monetary damages for conduct as a director, except that this provision shall not apply to: (a) Any breach of the director's duty of loyalty to the corporation or its shareholders; (b) Any acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (c) Any distribution which is unlawful; (d) Any transaction from which the director derived an improper personal benefit; or (e) Any act or omission occurring prior to the date on which these Articles of Incorporation are filed with the Secretary of State.

ARTICLE XV. Corporation Purchase of Its Own Shares

The corporation shall have the right to purchase, directly or indirectly, its own shares to the extent of unreserved and unrestricted capital surplus available therefore.

* * * *

The undersigned incorporator declares under penalty of perjury that he has examined the foregoing Articles of Incorporation and that to the best of his knowledge, information and belief, the information contained therein is true, correct, and complete.

P. S. V. Nair

Signature of Incorporator - P. S. V. Nair

8.1.96

Date

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

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:

PSVN Limited, Inc.

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

P. S. V. NAIR
(NAME)

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

PORT CHARLOTTE, FL 33952
(CITY/STATE/ZIP)

FILED
96 AUG -3 PM 12:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

P. J. Paratha Nair

(SIGNATURE)

8-1-96

(DATE)

P96000065850

Akridge

Don B. Akridge, President

August 23, 1996

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

Dear Sir or Madam:

Enclosed are Articles of Amendment to PSVN Limited, Inc.

The purpose of this amendment is to change the name to PSVN, Inc.

Enclosed is payment of \$35.00 for filing and \$8.75 for a certificate of status.

Thank you.

Sincerely,

Don Akridge

attachments

FILED
96 SEP -3 AM 11:49
SECRETARY OF STATE
TALLAHASSEE FLORIDA

700001938417
-09/04/96--01108--015
*****43.75 *****43.75

N/C

VS SEP 10 1996

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

PSVN LIMITED, INC.

(present name)

FILED
96 SEP -3 AM 11:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 I. NAME

THE NAME OF THE CORPORATION IS CHANGED TO
PSVN, INC.

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:

THIRD: The date of each amendment's adoption: AUGUST 6, 1996

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 6 day of AUGUST, 19 96

Signature

P. S. V. Nelir

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

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

P. S. V. Nelir

Typed or printed name

Self Director

Title