

P98000065736

David Chapdelaine  
Requestor's Name

220 E Davis Blvd.  
Address

Tampa, FL 33606  
City/State/Zip Phone #

Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. \_\_\_\_\_ (Corporation Name) (Document #)

2. \_\_\_\_\_ (Corporation Name) (Document #)

3. \_\_\_\_\_ (Corporation Name) (Document #) 10000259921--9  
-07/27/98-01012-027  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

4. \_\_\_\_\_ (Corporation Name) (Document #)

☐ Walk in

☐ Pick up time \_\_\_\_\_

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

98 JUL 24 PM 3:52

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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

David GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT incorporation  
DATE 7-27-98  
DOC. EXAM. mm

Examiner's Initials

**ARTICLES OF INCORPORATION  
OF  
GEMINI VISION INC.**

**FILED**  
98 JUL 24 PM 3:52  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

**Article I.**

The name of the corporation is GEMINI VISION INC.

**Article II.**

The purpose for which the Corporation is organized is to transact all lawful business for which Corporations may be organized under the Florida Business Corporation Code. The corporation will render the following services:

- (A). Restaurant.
- (B). Other related services.

The Corporation will own and operate the associated facilities, equipment, and real estate to render such services.

**Article III.**

The Corporation shall have perpetual duration.

**Article IV.**

The total authorized stock is: 10,000 common shares of no par value per share. The shares of the Corporation shall be represented by certificates signed by the President or a Vice-President and the Secretary and may be sealed with the seal of the Corporation or a facsimiles thereof. In case any officer who has signed or whose facsimile signature has been placed upon such certificate is issued, it may be issued by the Corporation with the same effect as if he were such Officer at the date of its issue.

**Article V.**

Any action required or permitted to be taken at a meeting of the stockholders of the Corporation, or any action which may be taken at a meeting of the Stockholders, may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all of the stockholders entitled to vote with respect to the subject matter thereof.

Such consent shall have the same effect as a unanimous vote of the stockholders.

#### Article VI.

The Corporation may amend its Articles of incorporation from time to time, so as:

- (a). To change its corporate name.
- (b). To change its period of duration.
- (c). To change, enlarge or diminish its corporate purposes.
- (d). To change, enlarge or diminish its corporate stock.

Amendments to the Articles of Incorporation shall be made in the following manner:

By consent or by meeting a vote of the Stockholders entitled to vote thereon shall be taken on the proposed amendment. The proposed amendment shall be adopted upon receiving the affirmative vote of the holders of a majority of the shares entitled to vote thereon, unless a higher percentage is required.

#### Article VII.

The Board shall consist of Directors and the names and addresses of the person who shall serve as Directors until the next annual meeting of the Stockholders or until their successors be elected and qualified are:

David T. Chapdelaine  
10404 Lake Carroll Way  
Tampa, FL 33618

Julie A. Chapdelaine  
10404 Lake Carroll Way  
Tampa, FL 33618

Nui C. Thanasilangkul  
3101 Sandspur Drive  
Tampa, FL 33618

#### Article VIII.

The initial Bylaws of the Corporation shall be adopted by the Board of Directors. The power to alter, amend or repeal the bylaws or adopt new bylaws, subject to repeal or change by action of the Stockholders, shall be vested in the Board of Directors. The Bylaws may contain any provisions for the regulation and management of the affairs of the Corporation not inconsistent with law or the Articles of Incorporation.

The Officers of the corporation shall consist of a President, a Vice-President, a Secretary and a Treasurer, each of whom shall be elected by the Board of Directors at such time and in such manner as may be prescribed by the Bylaws. Such other Officers and assistant officers and agents as may be deemed necessary may be elected or appointed by the Board of Directors or chosen in such other manner as prescribed by the Bylaws. Any two or more offices may be held by the same person, except the offices of President and Secretary

All Officers and agents of the Corporation, as between themselves and the Corporation, shall have such authority and perform such duties in the management of the Corporation as may be provided in the Bylaws, or as may be determined by resolution of the Board of Directors not inconsistent with the Bylaws.

The officers of the Corporation are:

President	David T. Chapdelaine
Vice President	Nui C. Thanasilangkul
Treasurer	David T. Chapdelaine
Secretary	Julie A. Chapdelaine

Article IX.

The Corporation may be dissolved at any time upon the affirmative vote of a majority percentage (51% or more) of the stockholders.

Article X.

The Corporation may indemnify to the full 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 or investigative) by reason of the fact that he, his testator or intestate is or was a Director, Officer, employee or agent of the corporation or serves or served any other enterprise at the request of the Corporation.

Article XI.

The address of the initial registered office is:

<u>220 East Davis Blvd.</u>	<u>Tampa, FL 33606</u>
(No. And Street)	(City, State, Zip code)

The name and address of the incorporator is

David T. Chapdelaine	
<u>220 East Davis Blvd.</u>	<u>Tampa, FL 33606</u>
(No. And Street)	(City, State, Zip code)

The name of the initial resident agent at the registered offices is:

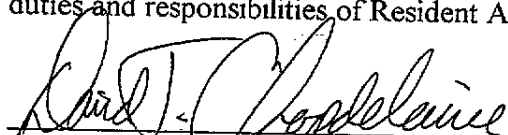
David T. Chapdelaine  
(Resident Agent)

Article XII.

The address of the corporation is:

220 East Davis Blvd., Tampa, FL 33606.

These Articles of Incorporation were executed in good faith, and I hereby accept the duties and responsibilities of Resident Agent of Gemini Vision Inc.

 7-23-98  
Incorporator / Resident Agent