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PARK, BUGG, RODNITE, OSSIAN AND ZDRAVKO, P.A.

ROBERT E. BUGG*†

MARK A. OSSIAN‡

JOSEPH R. PARK*

ANDREW J. RODNITE, JR.+

TYRONE ZDRAVKO

ATTORNEYS AT LAW
FIRST NATIONAL BANK OF FLORIDA BUILDING

SUITE 400

1150 CLEVELAND STREET
CLEARWATER, FLORIDA 33755

(727) 441-3777

FAX (727) 447-4231

PLEASE REPLY TO:

P.O. BOX 1019

CLEARWATER, FLORIDA 33757

*BOARD CERTIFIED CIVIL TRIAL LAWYERS

+BOARD CERTIFIED APPELLATE LAWYER

‡CERTIFIED CIRCUIT AND FAMILY MEDIATOR

±CERTIFIED PUBLIC ACCOUNTANT

October 7, 1999

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

100003010711--3
-10/11/99--01040--001
*****70.00 *****70.00

Re: Gemini Studio, Inc.

To Whom It May Concern:

Enclosed please find the original and a copy of the Articles of Incorporation for Gemini Studio, Inc., together with the original certificate designating registered agent.

Please also find enclosed a check made payable to the Secretary of State in the amount of \$70.00. Please certify the enclosed copy of the Articles of Incorporation and return the same to me in the envelope provided.

Thank you for your attention to this matter.

Very truly yours,

Andrew J. Rodnite, Jr.

Andrew J. Rodnite, Jr.

AJR/dmd
Enclosures

FILED
99 OCT 11 AM 8:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T BROWN OCT 14 1999

ARTICLES OF INCORPORATION

Of

GEMINI STUDIO, INC.

FILED
99 OCT 11 AM 8:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, being a natural person competent to contract, hereby forms a corporation for profit under the Florida General Corporation Act under the laws of the State of Florida.

ARTICLE I - NAME OF CORPORATION

The name of this corporation is GEMINI STUDIO, INC.

ARTICLE II - GENERAL NATURE OF BUSINESS

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, State of Florida, or any other state, country, territory or nation.

ARTICLE III - CAPITAL STOCK

A. The aggregate number of shares of capital stock authorized to be issued by this corporation shall be 1,000 shares of common stock with a par value of \$1.00 per share. Each share of said stock shall entitle the holder thereof to one vote at every annual or special meeting of the stockholders of this corporation. The consideration for the issuance of such shares of capital stock may be paid, in whole or in part, in cash, or in other property (tangible or intangible), at a fair valuation to be fixed by the Board of Directors. When issued, all shares of stock shall be fully paid and non-assessable.

ARTICLE IV - TERM OF EXISTENCE

The date when corporate existence shall begin is as of the date of execution of these Articles of Incorporation by the subscribers, and the corporation shall exist perpetually thereafter unless dissolved by law.

ARTICLE V - ADDRESS OF CORPORATION

The initial street address of the principal office of this corporation in the State of Florida will be 103 Peterson Lane, Palm Harbor, Florida 34683. The Board of Directors shall have the power to establish branch offices, and to move the principal office to any other address in Florida.

ARTICLE VI - BOARD OF DIRECTORS

A. The initial number of Directors of this corporation shall be one (1). The number of Directors may be increased from time to time by By-Laws adopted by the stockholders.

B. The name and street address of the initial members of the Board of Directors, who shall hold office for the first year of existence of this corporation or until their successors are duly elected and qualified are:

NAME

ADDRESS

Helen A. Collins

103 Peterson Lane
Palm Harbor, FL 34683

C. Any Director may be removed from office by the holders of a majority of the stock entitled to vote thereon at any annual or special meeting of the stockholders, for any

reason.

D. In case one or more vacancies shall occur in the Board of Directors by reasons of death, resignation or otherwise, the vacancies shall be filled by vote of the holders of a majority of stock entitled to vote thereon at the next annual meeting or at a special meeting called for the purpose of filling such vacancies.

ARTICLE VII - INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are:

NAME

Helen A. Collins

ADDRESS

103 Peterson Lane
Palm Harbor, FL 34683

ARTICLE VIII - BY-LAWS

A. The power to adopt the By-Laws of this Corporation to alter, amend or appeal the By-Laws, or adopt new By-Laws shall be vested in the Board of Directors of this Corporation; provided, however, that any By-Law or amendment thereto as adopted by the Board of Directors may be altered, amended, or repealed by all of the stockholders entitled to vote thereon, or a new By-Law in lieu thereof may be adopted by vote of the stockholders.

B. The By-Laws of this Corporation shall be for the government of this Corporation and may contain any provisions or requirements for the management or conduct of the affairs and business of this corporation, provided the same are not inconsistent with the provisions of these Articles of Incorporation, contrary to the laws of the State of Florida or of the United States.

ARTICLE IX - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by a majority of the shares of stock entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE X - REGISTERED AGENT

Helen A. Collins, whose address is 103 Peterson Lane, Palm Harbor, Florida 34683, is authorized to accept service of process as registered agent for this corporation.

IN WITNESS WHEREOF, the undersigned have hereunto set their hands and seals this 6 day of October, 1999.

Helen A. Collins (SEAL)
HELEN A. COLLINS

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, the undersigned authority, personally appeared HELENA. COLLINS, to me well known to be the individual described in and who executed the foregoing Articles of Incorporation, and she acknowledged before me that she subscribed the said instrument for the uses and purposes set forth therein. *Personally known*

WITNESS my hand and seal in the County and State last aforesaid, this 6 day of October, 1999.

Andrew J. Rodnite, Jr.
Notary Public
My Commission Expires:



Andrew J. Rodnite, Jr.
MY COMMISSION # CC792938 EXPIRES
November 23, 2002
BONDED THRU TROY FAIN INSURANCE, INC.

FILED
99 OCT 11 AM 8:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named to accept service of process for the above-stated corporation,
at the place designated in this certificate, I hereby accept the designation to act in this
capacity and agree to comply with the provisions of law relative to keeping open the
corporation's office.

Helen A. Collins
HELEN A. COLLINS

103 PETERSON LN
PALM HARBOR FL 34683