

Division of Corporations

Page 1 of 2

P99000111190

Florida Department of State

Division of Corporations

Public Access System

Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

((H99000033210 8)))

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

To: Division of Corporations  
Fax Number : (850)922-4001

From: Account Name : JAMES W. GRIMSLEY  
Account Number : I19980000016  
Phone : (850)243-8194  
Fax Number : (850)664-5728

FILED  
1999 DEC 28 PM 2:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

Mai-Tai Lounge, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	01/06
Estimated Charge	\$70.00

P.02  
FILED

((H99000033210 8)) PM 2:36

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**MAI-TAI LOUNGE, INC.**

**ARTICLE I - NAME**

The name of this corporation is **Mai-Tai Lounge, Inc.**

**ARTICLE II - DURATION**

This corporation shall exist perpetually, commencing on the date of filing.

**ARTICLE III - PURPOSE**

This corporation is organized for the purpose of transacting any or all lawful business.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue 300 shares of \$1.00 par value common stock.

**ARTICLE V - PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof at the price at which it is offered to other.

**ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial principal office of this corporation is **125 Ferry Road, S.E., Fort Walton Beach, Florida 32548** and the name and address of the initial registered agent of this corporation is **JAMES W. GRIMSLEY, 25 Walter Martin Road NE, Fort Walton Beach, Florida 32548.**

**ARTICLE VII - INITIAL BOARD OF DIRECTORS**

This corporation shall have three directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws. The name and address of the initial

((H99000033210 8)))

directors of this corporation are:

**Sukit Sutomla Cheeks**  
125 Ferry Road, S.E.  
Ft. Walton Beach 32548

**Vanida Jariyatephavon**  
125 Ferry Road, S.E.  
Ft. Walton Beach, Florida 32548

**Van Jariyatephavon**  
125 Ferry Road, S.E.  
Ft. Walton Beach, Florida 32548

#### **ARTICLE VIII- INCORPORATORS**

The name and address of the persons signing these articles are:

**Sukit Sutomla Cheeks**  
125 Ferry Road, S.E.  
Ft. Walton Beach, Florida 32548

**Vanida Jariyatephavon**  
125 Ferry Road, S.E.  
Ft. Walton Beach, Florida 32548

**Van Jariyatephavon**  
125 Ferry Road, S.E.  
Ft. Walton Beach, Florida 32548

#### **ARTICLE IX - BY-LAWS**

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

#### **ARTICLE X - SHARES OF STOCK**

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amount set opposite their names:

**Sukit Sutomla Cheeks:** 100 shares

**Vanida Jariyatephavon:** 100 shares

**Van Jariyatephavon:** 100 shares

((H99000033210 8))

#### ARTICLE XI - INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or directors to the full extent permitted by law.

#### ARTICLE XII - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation.

#### ARTICLE XIII - TAX ARTICLE

It is the intention of this charter that the capital stock of this corporation will be subject to the provisions of Sections 1242 through 1244, inclusive, of the Internal Revenue Code.

#### ARTICLE XIV - RESTRICTION OF TRANSFERABILITY OF STOCK

The shares of the capital stock of this corporation shall be issued initially as set forth in Article X. The shares held by the shareholders of this corporation may not be resold or otherwise transferred to any other person unless such shares are first offered to the remaining shareholders of the corporation or to the corporation. The price and terms of which and the time within which such shares may be offered and sold shall be further specified in the By-Laws of this corporation and agreements among the shareholders.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 2nd day of December, 1999.

SUKIT SUTOMLA CHEEKS (Seal)  
SUKIT SUTOMLA CHEEKS

VANIDA JARİYATEPTHAVON (Seal)  
VANIDA JARİYATEPTHAVON

VAN JARİYATEPTHAVON (Seal)  
VAN JARİYATEPTHAVON

(((H99000033210 8)))

STATE OF FLORIDA  
COUNTY OF OKALOOSA

Before me, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared SUKIT SUTOMLA CHEEKS, who is personally known to me or has produced \_\_\_\_\_ as identification, and who did/did not take an oath, and known by me to be the person who executed the foregoing Articles of Incorporation and said person acknowledged before me that he executed those Articles of Incorporation for the uses and purposes therein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the State and County aforesaid this 2nd day of Dec, 1999.

*Patrick T. Pierce*  
PATRICK T. PIERCE  
NOTARY PUBLIC - STATE OF FLORIDA  
COM. EXPIRES DEC. 14, 1999  
COMMISSION NO. CC 518328  
OKALOOSA CO.

STATE OF FLORIDA  
COUNTY OF OKALOOSA

Before me, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared VANIDA JARIYATEPTHAVON, who is personally known to me or has produced \_\_\_\_\_ as identification, and who did/did not take an oath, and known by me to be the person who executed the foregoing Articles of Incorporation and said person acknowledged before me that he executed those Articles of Incorporation for the uses and purposes therein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the State and County aforesaid this 2nd day of December, 1999.

OFFICIAL NOTARY SEAL  
JAMES W GRIMSLEY  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC644258  
MY COMMISSION EXP. MAY 4, 2001

*Patrick T. Pierce*  
PATRICK T. PIERCE  
NOTARY PUBLIC - STATE OF FLORIDA  
COM. EXPIRES DEC. 14, 1999  
COMMISSION NO. CC 518328  
OKALOOSA CO.

STATE OF FLORIDA  
COUNTY OF OKALOOSA

Before me, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared VAN JARIYATEPTHAVON, who is personally known to me or has produced \_\_\_\_\_ as identification, and who did/did not take an oath, and known by me to be the person who executed the foregoing Articles of Incorporation and said person acknowledged before me that he executed those Articles of Incorporation for the uses and purposes therein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the State and County aforesaid this 2d day of December, 1999.

OFFICIAL NOTARY SEAL  
JAMES W GRIMSLEY  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC644258  
MY COMMISSION EXP. MAY 4, 2001

*Patrick T. Pierce*  
PATRICK T. PIERCE  
NOTARY PUBLIC - STATE OF FLORIDA  
COM. EXPIRES DEC. 14, 1999  
COMMISSION NO. CC 518328  
OKALOOSA CO.

Prepared by:  
JAMES W. GRIMSLEY  
Smith, Grimsley, Bauman, Pinkerton,  
Petermann, & Wells  
P.O. Box 2379  
Fort Walton Beach, FL 32549  
(850) 243-8194

1999 DEC 28 PM 2:36  
((H99000033210 8))

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Certificate Designating Place of Business or Domicile for the Service of Process Within this State,

Naming Agent upon Whom Process May be Served:

-----  
In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

FIRST: That **MAI-TAI LOUNGE, INC.**, a corporation duly organized and existing under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at Fort Walton Beach, Florida, has named **JAMES W. GRIMSLEY, 25 Walter Martin Road, NE, Fort Walton Beach, Florida, 32548**, as its agent to accept service of process for the above-named corporation at the place designated in this Certificate.

SECOND: Having been named to accept service of process for the above-named 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 performance of my duties.

  
\_\_\_\_\_  
**JAMES W. GRIMSLEY**  
Registered Agent

((H99000033210 8))