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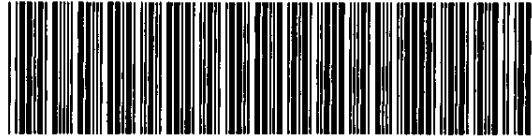
(Business Entity Name)

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07 MAY 10 PM 4:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



John Uustal, CFP
Cathie Uustal Tedesco, CFP
Thomas J. Tedesco, Jr., CPA, JD

May 8, 2007

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

RE: Incorporation of GEM Maritime, Inc.

Dear Sir/Madam:

Please be advised that the information for the above referenced corporation is as follows:

Name of Corporation:	GEM Maritime, Inc.
Address of Corporation:	Gena Mulac 349 Northwest 65 th Terrace Plantation, FL 33317
Board of Directors:	Gena Mulac 349 Northwest 65 th Terrace Plantation, FL 33317
Registered Agent:	Gena Mulac
Daytime Phone No:	954-610-3710

I have enclosed the original and one copy of the Articles of Incorporation. If you should require anything further, please do not hesitate to contact me.

Very truly yours,

Thomas J. Tedesco, Jr., CPA, JD

Enclosures

**ARTICLES OF INCORPORATION
OF
GEM MARITIME, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator for the purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

- FIRST: The name of the corporation is GEM MARITIME, INC., a Florida Corporation (the "Corporation").
- SECOND: The principal office address and mailing address of the Corporation is: c/o Gena Mulac, 349 Northwest 65th Terrace, Plantation, FL 33317.
- THIRD: The Corporation is authorized to issue 100 shares of common stock, par value \$1.00 per share.
- FOURTH: The Street address of the initial registered office of the Corporation is: 349 Northwest 65th Terrace, Plantation, FL 33317, and the registered agent at this address is: Gena Mulac.
- FIFTH: The name and address of the incorporator of the Corporation is: Gena Mulac, located at: 349 Northwest 65th Terrace, Plantation, FL 33317.
- SIXTH: The Corporation is organized for the purpose of transacting any and all lawful activities or business for which corporations may be formed under Chapter 607 of the Florida Statutes.
- SEVENTH: The Corporation shall have ONE director initially and the number of directors may be increased or diminished from time to time as provided in the Bylaws but shall never be less than ONE. The name and address of the initial directors of the Corporation are:

GENA MULAC
349 Northwest 65th Terrace
Plantation, FL 33317

- EIGHTH: The corporate existence of the Corporation shall be perpetual.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 8th day of May 2007.

GENA MULAC
GENA MULAC, Incorporator

STATE OF FLORIDA :
SS :
COUNTY OF BROWARD :

The foregoing instrument was acknowledged before me this 8th day of May 2007, by GENA MULAC who is personally known to me or who has produced FL Drivers License as identification.

NOTARY PUBLIC-STATE OF FLORIDA
 Thomas J. Tedesco, Jr.
Commission # DD562717
Expires: JUNE 12, 2010
BONDED THRU ATLANTIC BONDING CO., INC.

Notary Public, State of Florida
Thomas J. Tedesco, Jr.
Thomas J. Tedesco, Jr.
Type/Print/ or Stamp Name of Notary

My Commission Expires: 6/12/2010

ACCEPTANCE OF APPOINTMENT
OF
REGISTERED AGENT

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.

By:

Gena Mulac
Gena Mulac