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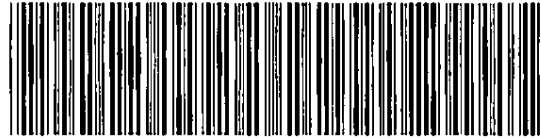
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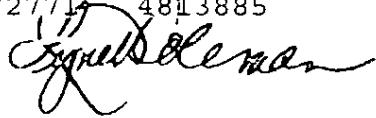
2022 DEC -2 AM 11:22

CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301
Phone: 850-558-1500

ACCOUNT NO. : I20000000195

REFERENCE : 172771 4813885

AUTHORIZATION :



COST LIMIT : \$ 70.00

ORDER DATE : December 1, 2022

ORDER TIME : 9:22 AM

ORDER NO. : 172771-005

CUSTOMER NO: 4813885

DOMESTIC FILING

NAME: GSI GEMOLOGICAL GROUP CORP

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP
____ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XX PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Alexxis Weiland - EXT.

EXAMINER'S INITIALS: _____

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**ARTICLES OF INCORPORATION
OF
GSI GEMOLOGICAL GROUP CORP**

In compliance with the requirements of the Florida Business Corporation Act (the "FBCA"), the undersigned hereby acts as an incorporator in adopting and filing these Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation shall be GSI Gemological Group Corp (the "Corporation").

ARTICLE II: INITIAL PRINCIPAL OFFICE

The street and mailing address of the initial principal office of the Corporation is 15811 Collins Avenue #1606, c/o Real Gem Too, Sunny Isles Beach, Florida, 33160.

ARTICLE III: PURPOSE

The Corporation is organized to transact any or all lawful business for which corporations may be incorporated under the FBCA as it now exists or may hereafter be amended or supplemented.

ARTICLE IV: SHARES

The total number of shares that the Corporation is authorized to issue and have outstanding at any time is two hundred (200), all of which shall be common stock with no par value.

ARTICLE IV: INITIAL DIRECTORS

The initial board of directors of the Corporation shall consist of three members. This number may be increased or decreased from time to time in accordance with the Corporation's bylaws, but shall never be less than one. The names and addresses of the individuals who will serve on the initial board of directors are:

Mark Gershburt, 15811 Collins Avenue #1606, c/o Real Gem Too, Sunny Isles Beach, Florida, 33160.

Deborah Azar, 15811 Collins Avenue #1606, c/o Real Gem Too, Sunny Isles Beach, Florida, 33160.

Alla Gershburt, 15811 Collins Avenue #1606, c/o Real Gem Too, Sunny Isles Beach, Florida, 33160.

ARTICLE VI: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 1201 Hays Street, Tallahassee, Florida, 32301. The name of the initial registered agent of the Corporation at that office is the Corporation Service Company.

ARTICLE VII: INCORPORATOR

The name and street address of the Corporation's incorporator is:

Haylie Gordon, c/o Tannenbaum Helpert Syracuse & Hirschtritt LLP, 900 Third Ave, New York, NY 10022.

ARTICLE VIII: INDEMNIFICATION OF DIRECTORS AND OFFICERS

The Corporation shall indemnify, advance expenses, and hold harmless, to the fullest extent permitted by the FBCA and other applicable law as it presently exists or may hereafter be amended, any person (a "**Covered Person**") who was or is made or is threatened to be made a party or is otherwise involved in any action, suit, or proceeding, whether civil, criminal, administrative, or investigative, and whether formal or informal (a "**Proceeding**"), by reason of the fact that they, or a person for whom they are the legal representative, is or was a director or officer of the Corporation or, while a director or officer of the Corporation, is or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation or of a partnership, joint venture, trust, enterprise, or nonprofit entity, including service with respect to employee benefit plans, against all liability, damages, and loss suffered and expenses (including attorneys' fees) actually and reasonably incurred by such Covered Person. Any amendment, repeal, or modification of this Article VIII shall not adversely affect any right or protection hereunder of any person in respect of any act or omission occurring prior to the time of such repeal or modification.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in these Articles of Incorporation, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Alexis Weston, assistant vice president
Required Signature/Registered Agent

12/1/2022
Date

I submit these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Florida Department of State constitutes a third degree felony as provided for in Section 817.155 of the Florida Statutes.

/s/ Haylie Gordon
Required Signature/Incorporator

12/1/2022
Date

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