2005 LIMITED LIABILITY COMPANY ANNUAL REPORT

DOCUMENT# L03000018376

Entity Name: GEM HOLDINGS LLC

FILED May 03, 2005 Secretary of State

Current Principal Place of Business: New Principal Place of Business: 19111 COLLINS AVENUE #307 SUNNY ISLES BEACH, FL 33160

Current Mailing Address: New Mailing Address:

19111 COLLINS AVENUE #307 SUNNY ISLES BEACH, FL 33160

FFI Number: FEI Number Applied For (X) FEI Number Not Applicable () Certificate of Status Desired () In accordance with s. 607.193(2)(b), F.S., the limited liability company did not receive the prior notice.

Name and Address of Current Registered Agent: Name and Address of New Registered Agent:

BARONOV, ELENA 19111 COLLINS AVENUE #307 US SUNNY ISLES BEACH, FL 33160

The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

SIGNATURE:

Electronic Signature of Registered Agent Date

MANAGING MEMBERS/MEMBERS: ADDITIONS/CHANGES:

MGRM () Delete Title: () Change () Addition

BARONOV, ELENA Name: Name: Address: 19111 COLLINS AVENUE #307 Address: City-St-Zip: SUNNY ISLES BEACH, FL 33160 City-St-Zip:

Title: MGRM () Delete Title: () Change () Addition

Name: BARONOV, GEORGE Name: Address: 19111 COLLINS AVENUE #307 Address: City-St-Zip: SUNNY ISLES BEACH, FL 33160 City-St-Zip:

I hereby certify that the information supplied with this filing does not qualify for the for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this report is true and accurate and that my electronic signature shall have the same legal effect as if made under oath; that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes.

SIGNATURE: ELENA BARONOFF **MGRM** 05/03/2005