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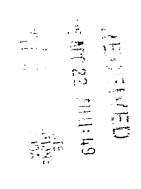
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CORPDIRECT AGENTS, INC. (formerly CCRS) 103 N. MERIDIAN STREET, LOWER LEVEL TALLAHASSEE, FL 32301 222-1173 STRAZ PASTA FILING COVER SHEET ACCT. #FCA-14 **CONTACT: KATIE WONSCH** DATE: 04/22/2005 **REF. #:** 000174.37165 CORP. NAME: A. GEM CO., LLC ( ) ARTICLES OF INCORPORATION ( ) ARTICLES OF AMENDMENT ( ) ARTICLES OF DISSOLUTION ( ) ANNUAL REPORT ( ) TRADEMARK/SERVICE MARK ( ) FICTITIOUS NAME ( ) FOREIGN QUALIFICATION ( ) LIMITED PARTNERSHIP (XX) LIMITED LIABILITY ( ) REINSTATEMENT ( ) WITHDRAWAL ( ) MERGER ( ) CERTIFICATE OF CANCELLATION ( ) OTHER: STATE FEES PREPAID WITH CHECK# 162 FOR \$ 155.00 AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED: COST LIMIT: \$ PLEASE RETURN: ( XX ) CERTIFIED COPY ( ) CERTIFICATE OF GOOD STANDING ( ) PLAIN STAMPED COPY ( ) CERTIFICATE OF STATUS

Examiner's Initials

# ARTICLES OF ORGANIZATION

A. GEM CO., LLC, a Florida limited liability company

#### ARTICLE I NAME

The business and affairs of the Limited Liability Company shall be conducted under the name of:

A. GEM CO., LLC

### ARTICLE II PRINCIPAL OFFICE

The street address and the mailing address of the principal place of business of the Limited Liability Company shall be:

444 67th Street Brooklyn, New York 11220

### ARTICLE III INITIAL REGISTERED AGENT/OFFICE

The registered office of the Limited Liability Company and its initial registered agent shall be:

Jenifer S. Schembri 240 South Pineapple Avenue, 10th Floor Sarasota, Florida 34236

### ARTICLE IV MANAGEMENT AND POWERS

The business and affairs of the Limited Liability Company shall be managed by one or more Managers elected as provided in the Regulations of the Limited Liability Company.

IN WITNESS WHEREOF, these Article day of April 2005.	es of Organization have been executed as of the
Print Name John Carty  Print Name Man Carty  Print Name Man Carty	Gregory Melita

"MANAGER"

#### CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 608.415 of the Florida Statutes, the undersigned Limited Liability Company submits the following statement to designate a registered office and registered agent in the State of Florida.

1. The name of the Limited Liability Company is:

A. GEM CO., LLC

2. The name and the Florida street address of the registered agent are:

Jenifer S. Schembri 240 South Pineapple Avenue, 10th Floor Sarasota, Florida 34236

Having been named to accept service of process for the above stated Limited Liability Company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my/duties, and I am familiar with and accept the obligations of my position as registered agent.

Date: 4/21/05

Jenifer S. Schembri

"REGISTERED AGENT"