

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L06000076564
FILED 8:00 AM
August 03, 2006
Sec. Of State
nculligan

Article I

The name of the Limited Liability Company is:
GEM FUNDS, LLC

Article II

The street address of the principal office of the Limited Liability Company is:
20A CHARLES STREET
LITTE FERRY, NJ. US 07643

The mailing address of the Limited Liability Company is:
20A CHARLES STREET
LITTE FERRY, NJ. US 07643

Article III

The purpose for which this Limited Liability Company is organized is:
ANY AND ALL LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:
PETER TOCCI
701 W. CYPRESS CREEK ROAD
SUITE 303
FORT LAUDERDALE, FL. 33309

Having been named as registered agent and 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Registered Agent Signature: PETER TOCCI

Article V

The name and address of managing members/managers are:

Title: MGRM
RICHARD FIORENZE
20A CHARLES STREET
LITTLE FERRY, NJ. 07643

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Article VI

The effective date for this Limited Liability Company shall be:

08/02/2006

Signature of member or an authorized representative of a member

Signature: RICHARD FIORENZE