2007 LIMITED LIABILITY COMPANY **ANNUAL REPORT (AR)**

May 14, 2007 8:00 am Secretary of State DOCUMENT # L06000076564 1. Entity Namo 05-14-2007 90363 029 ****50 00 GEM FUNDS, LLC Principal Place of Business Mailing Address 20A CHARLES STREET 20A CHARLES STREET LITTE FERRY NJ 07643 LITTE FERRY NJ 07643 2. Principal Place of Business - No P.O. Box # 3. Mailing Address Suite, Apt. #, etc. Suite, Apt. #, etc. 1st MOORE CR2E083 (10/06) 4. FEI Number 5309278 City & State City & State Applied For Not Applicable Zip Country Country \$5.00 Additional 5. Certificate of Status Desired 6. Name and Address of Current Registered Agent 7. Name and Address of New Registered Agent TOCCI, PETER Street Address (P.O. Box Number is Not Acceptable) 701 W. CYPRESS CREEK ROAD SUITE 303 FORT LAUDERDALE FL 33309 City Zip Code 8. 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. I am familiar with, and accept the obligations of registered agent. Signature, typed or numed mane of registered agent and the 4 applicable. (NOTE, Registered Agent signature required when reliistating) FILE NOW!!! FEE IS \$50.00 Make Check Payable to Florida Department of State Due By May 1, 2007 9. MANAGING MEMBERS/MANAGERS ADDITIONS/CHANGES 1000 ☐ Defete TRILLE Change ☐ Addition MGRM NAMI NAME FIORENZE, RICHARD STREET ADDRESS STREET ADDRESS 20A CHARLES STREET CHY-SI-31P CITY-ST ZIP LITTLE FERRY NJ 07643 ☐ Delete ЩЦ. Change ■ Addition MH NAME NAMO STRUCT ADDRESS STREET ADDRESS CITY-S1-ZIP CITY-ST-7IP Change Addition 11111 ☐ Delete NAMI. NAMI STRILL ADDRESS STREET ADDRESS CHY-SI-7IP CITY-ST-ZIP 1000 ☐ Change Delele Addition NAME NAME STRULT ADDRESS STREET ADDIESS CHY-SI-ZIP CHY-ST-7P HITE Change Addition ☐ Delete TITLE NAME NAME STREET ADDRESS STREET ADDRESS CHY-SI-ZIP CHY-S1-ZIP ☐ Change THIE Delete TITLE Addition NAME. NAME STREET ADDRESS STREET ADDRESS CHY-SI-7IP CHY-SI-7IP

11. I hereby certify that the information supplied with this filing does not qualify for the exemptions contained in Section 119, Florida Statutes. I further certify that the information indicated on this report is true and accurate and that my signature shall have the same legal effect as if made under eath; that I am a managing member or manager of the limited liability company or the receiver or trustee empowered execute this report as required by Chapter 608, Florida Statutes.

SIGNATURE:

FILED

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