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Kathy Rowell, P.A.
ATTORNEY AT LAW
1030 S. Federal Highway
Suite 101
Delray Beach, FL 33483
Telephone: (561) 276-7000
Fax: (561) 276-7727

April 14, 2000

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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*****87.50 *****87.50

To Whom It May Concern:

Enclosed, please find the original articles of incorporation for Gems, Art, & More, Inc.
I have also enclosed a check for \$87.50 made out to the Department of State for the filing
fee, certified copy and certificate of status for this newly formed corporation.

Please mail a stamped copy of the filed articles to:

Kathy Rowell, P.A.
1030 S. Federal Highway, Suite 101
Delray Beach, FL 33483

Sincerely,

Kathy Rowell
Kathy Rowell, Esq.

FILED
00 APR 17 AM 9:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME

The name of the corporation shall be:

Gems, Art, & More, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailling address is:

1030 S. Federal Highway, Suite 120, Delray Beach, FL 33483

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

To market gems, art, and crafts from South America through the Internet.

ARTICLE IV SHARES

The number of shares of stock is:

1,000

ARTICLE V INITIAL OFFICERS/DIRECTORS

The name(s) and address(es):

President Pedro Zuloaga 1030 S. Federal Highway, Suite 120, Delray Beach, FL 33483

Vice-President Francisco Lopez 7275 N.W. 60th Lane, Parkland, FL 33067

Secretary Diane Zuloaga 1030 S. Federal Highway, Suite 120, Delray Beach, FL 33483

ARTICLE VI REGISTERED AGENT

The name and Florida street address registered agent are:

Pedro Zuloaga 1030 S. Federal Highway, Suite 120, Delray Beach, FL 33483

ARTICLE VII INCORPORATOR

The name and address of the Incorporator are:

Pedro Zuloaga 1030 S. Federal Highway, Suite 120, Delray Beach, FL 33483

Having been named as registered agent and to accept service of process for the above stated corporation 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.

Signature/Registered Agent

Signature/Incorporator

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TALLAHASSEE, FLORIDA

04/14/2000

Date

04/14/2000

Date