

POURRANGER #3605

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FORT LAUDERDALE, FLORIDA 33308-4022

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April 4, 2000

Florida Department of State Division of Corporations 409 East Gaines Street Tallahassee, FL 32399 500003201335--6 -04/10/00--01100--001 ****122.50 *****78.75

Re:

Incorporation Of The JEM Group, Inc.

Our File No. 1065-03

Dear Madam / Sir:

Enclosed please find the original and one copy of the Articles Of Incorporation of The JEM Group, Inc., for the above-referenced corporation which we ask that you file. Also enclosed is our check in the amount of \$122.50 which represents the fee for same. Kindly provide us with a certified copy of the Articles.

Should you have any questions, please do not hesitate to contact me.

Very truly yours,

M. GLENN GURRAN, III, P.A.

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MGC:jml Enclosures

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FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

April 18, 2000

M. GLENN CURRAN, III, P.A. CURRAN & CURRAN 2400 EAST COMMERCIAL BLVD., STE. 208 FT. LAUDERDALE, FL 33308-4022

SUBJECT: THE JEM GROUP, INC. Ref. Number: W00000010139

We have received your document for THE JEM GROUP, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6878.

Alan Crum Document Specialist

Letter Number: 900A00021071

ARTICLES OF INCORPORATION

OF

The JEM Group of South Florida, Inc.
(A FLORIDA CORPORATION)

The undersigned, acting as Incorporator of a Florida corporation under the Florida General Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

Article I - NAME

The name and principal place of business of the Corporation is:

The JEM Group of South Florida, Inc. 6601 Lyons Road, Building C-11 Coconut Creek, Florida 33073

Article II - PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

Article III - CAPITAL STOCK

The Corporation is authorized to issue Seven Thousand Five Hundred shares of One Dollar par value Common Stock.

Article IV - INITIAL REGISTERED OFFICE AND AGENT

The name and Florida street address of the initial registered agent and office of the Corporation is Mark Kreisel, 6601 Lyons Road, Building C-11, Coconut Creek, Florida 33073

Article V - INITIAL BOARD OF DIRECTORS

The Corporation shall initially have one director to hold office until the first annual meeting of shareholders and his successor(s) shall have been duly elected and qualified, or until his earlier resignation, removal from office, or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation. The name and address of the initial director of the Corporation is:

Mark Kreisel 6601 Lyons Road, Building C-11 Coconut Creek, Florida 33073 President, Secretary, Treasurer, Director

Article VI - INCORPORATOR

The name and address of each incorporator is:

Mark Kreisel 6601 Lyons Road, Building C-11 Coconut Creek, Florida 33073

Article VII - AMENDMENTS

The power to amend these Articles of Incorporation in accordance with law is reserved to the shareholders. Any right conferred upon any shareholder by these Articles of Incorporation is subject to this reservation.

this day of, 2000.
Incorporator: Mark Kreisel
STATE OF FLORIDA
COUNTY OF BROWARD
The foregoing instrument was acknowledged before me this day of 2000, by Mark Kreisel, who is personally known to me or who produced as identification and who did take an oath. (signature of notary officer taking acknowledgment) Compared the content of the
{NOTARY SEAL}

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

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, Mark Kreisel, hereby accept the appointment as the initial Registered Agent of this corporation 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.

DATE:

RV.

Mark Kreisel, as Registered Agent

SECRETARY OF STATE

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