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August 23, 2000

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

**Re: Articles of Incorporation for Gem Investments of Florida, Inc.**

Dear Sir or Madam:

I have enclosed the original and one copy of the Articles of Incorporation of Gem Investments of Florida, Inc. along with a check in the amount of \$78.75 for filing and a certified copy.

Please contact me directly if you have any problems or questions regarding this request. Thank you for your assistance in this matter.

Very truly yours,

*Linda P. Sullivan*  
Linda P. Sullivan  
Legal Assistant

PTF:lbs

Enclosures

FILED  
00 AUG 28 PM 12:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

BR 9-6  
W-21539



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

August 31, 2000

LINDA P SULLIVAN  
125 NORTH AIRPORT ROAD STE 202  
NAPLES, FL 34104

SUBJECT: GEM INVESTMENTS OF FLORIDA, INC.  
Ref. Number: W00000021539

We have received your document for GEM INVESTMENTS OF FLORIDA, INC. and your check(s) totaling \$78.75. 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) 487-6926.

Gina Bullock  
Document Specialist

Letter Number: 800A00046658

ARTICLES OF INCORPORATION

OF

**GEM INVESTMENTS OF SW FLORIDA, INC.**

ARTICLE I. CORPORATE NAME

The name of the corporation shall be Gem Investments of SW Florida, Inc.

ARTICLE II. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 10,000 shares of common stock with no par value.

The share authorization shall consist of one class of stock only, that being common stock.

The preferences, limitations and relative rights, qualifications or restrictions of this stock shall be as follows:

- (a) Each share of common stock shall be entitled to one vote.
- (b) Such stock shall be deemed "Section 1244 stock" within the meaning of the Internal Revenue Code of 1954.

The common stock shall be issued when the Board of Directors so determines.

ARTICLE IV. TERM OF EXISTENCE

This Corporation shall have perpetual existence, and the date and time of its corporate existence shall commence upon the filing of these Articles.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Peter T. Flood  
125 North Airport Road, Suite 202  
Naples, Florida 34104

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

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00 AUG 28 PM 12:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA  
COUNTY OF COLLIER

Before me, a Notary Public, personally appeared **Gail Dresner**, personally known to me to be the person described as the incorporator and who executed the foregoing Articles of Incorporation on August 23, 2000.



Linda P Sullivan  
★ My Commission CC770168  
Expires August 25, 2002

(Seal)

Linda P. Sullivan  
Notary Public

Statement of Registered Agent

Having been named to accept service of process for the above stated corporation, as the registered agent, at the Corporation's principal office address which 125 North Airport Road, Suite 202, Naples, Florida 34104 I hereby agree to act in this capacity, and I am hereby familiar with and accept the duties and responsibilities as registered agent for said corporation and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Peter T. Flood  
PETER T. FLOOD

**FILED**  
00 AUG 28 PM 12:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA