



P00020 110847

ACCOUNT NO. : 072100000032

REFERENCE : 913651 8676A

AUTHORIZATION : *Patricia Pigato*

COST LIMIT : \$ 70.00

ORDER DATE : November 29, 2000

ORDER TIME : 9:15 AM

ORDER NO. : 913651-005

300003481663--4

CUSTOMER NO: 8676A

CUSTOMER: Elaine R. Steeris, Legal Asst
Merrill Bookstein, Esq

2499 Glades Road,

Boca Raton, FL 33431

DOMESTIC FILING

NAME: GEMLEO, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Darlene Ward - EXT. 1135

EXAMINER'S INITIALS:

2555

W00-28332

FILED
00 DEC -1 AM 11:19
TALLAHASSEE, FLORIDA

RECEIVED
00 NOV 30 PM 1:07
DIVISION OF CORPORATION

aj 12/1



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

November 30, 2000

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: GEMLEO, INC.
Ref. Number: W00000028332

We have received your document for GEMLEO, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The registered agent and street address must be consistent wherever it appears in your document.

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) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 100A00060884

ARTICLES OF INCORPORATION
OF
GEMLEO, INC.

SECRET
TALLAHASSEE, FLORIDA

00 DEC - 1 AM 11:19

FILED

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

GEMLEO, INC.

The address of the principal office of this corporation shall be 4470 B Nutmeg Tree Lane, Boynton Beach, Florida 33436, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 2499 Glades Road, Suite 101, Boca Raton, Florida 33431, and the name of the initial registered agent of the corporation at that address is Merrill A. Bookstein, Esq.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Andrea Truden Dir.	4470 B Nutmeg Tree Lane Boynton Beach, Florida 33436
Louise Landham Dir.	200 West 54th Street Apartment 2C New York, New York 10019

ARTICLE VII. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Andrea Truden V. Pres./Sec.	4470 B Nutmeg Tree Lane Boynton Beach, Florida 33436
Louise Landham Pres./Treas.	200 West 54th Street Apartment 2C New York, New York 10019

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on November 30, 2000.

CORPORATION SERVICE COMPANY

By: Laura R. Dunlap
Its Agent, Laura R. Dunlap

dew

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

FILED
00 DEC -1 AM 11:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the corporation is: GEMLEO, INC.

2. The name and address of the registered agent and office is:

MERRILL A. BOOKSTEIN, ESQ

(Name)

2499 Glades Road, Suite 101, Boca Raton, Florida 33431

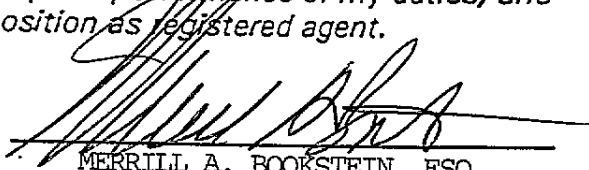
(P.O. Box NOT acceptable)

BOCA RATON, FL. 33431

(City/State/Zip)

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


MERRILL A. BOOKSTEIN, ESQ
AS AGENT

DATE _____

REGISTERED AGENT FILING FEE: \$35.00

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314