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LAZARUS CORPORATE FILING SERVICE

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TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

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-06/01/01--01055--020

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OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. GEMORD, INC.

(Corporation Name)

(Document #)

2. _____

(Corporation Name)

(Document #)

3. _____

(Corporation Name)

(Document #)

4. _____

(Corporation Name)

(Document #)



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Certificate of Status

FILED
 01 JUN - 1 PM 12:42
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

SUFFICIENCY OF FILING

2001 JUN - 1 - NOC 1002

STATE OF FLORIDA

Examiner's Initials

ARTICLES OF INCORPORATION

OF
GEMORO, Inc.

FILED
01 JUN - 1 PM 12:14
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

The undersigned subscriber to these Articles of Incorporation, a natural person, competent to contract, hereby forms a corporation under the Laws of The State of Florida.

ARTICLES I

NAME

The name of the Corporation shall be:

GEMORO, Inc.

ARTICLE II

PURPOSE

The purposes for which the Corporation is formed and the business and objects to be carried on and promoted by it are as follow:

- a) To transact any lawfull business for wings as are incidental hich the corporations may be incorporated under the Florida General Corporation Act.
- b) To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE III

CAPITAL STOCK

The maximum number of shares that this corporation is to have outstanding at any one time is FIVE HUNDRED (500) shares common stock, having a nominal or par value of One Dollar (\$ 1.00) per share. The consideration to be paid for each share shall be fixed by the board of directors, but in noevent shall be less than one dollar (\$1.00).

Hidalgo Accounting Services.
1341 S.W. 119 Court
Miami, Florida 33184
Phone: 305 552 6218

ARTICLE IV

TERM

This corporation shall commence on the date of the filing of these Articles of Incorporation and shall have perpetual existence.

ARTICLE V

REGISTERED AGENT AND REGISTERED OFFICE OF Gemoro, Inc.

The registered Agent of this corporation shall be :

Abelardo A. Eslava Castillo

The registered Office shall be located at:

4756 N.W. 114 Avenue *Suite 105*
Miami, Florida 33178

or at such other place as th Board of Directors shall from time to time direct, with appropriate notice being given to the Secretary of the State in accordance with law. The aforementioned location also constitutes the principal office.

ARTICLE VI

DIRECTORS

This corporation shall have not less than one or more than four directors, as set forth in the By-laws. The name and street address of the first board of directors of this corporation who, subject to this Articles of Incorporation, By-laws of this corporation, and the laws of the State of Florida, shall hold office until his successors have been elected and qualified, is:

NAME

STREET ADDRESS

Abelardo A. Eslava Castillo

4756 NW 114 Avenue *Suite 105*
Miami, Florida 33178

ARTICLE VII

INSPECTION OF BOOKS AND RECORDS

The corporation shall from time to time determine whether and to what extent and at what times and places and under what conditions and regulations that accounts and books of the corporation (other than the stock book) or any of them shall be open to inspection of shareholders shall have the right of inspecting any account, book or document of this corporation except as conferred by statute, unless authorized by a resolution of the shareholders or the board of directors.

ARTICLE VIII

INDEMNIFICATION OF OFFICERS AND DIRECTORS

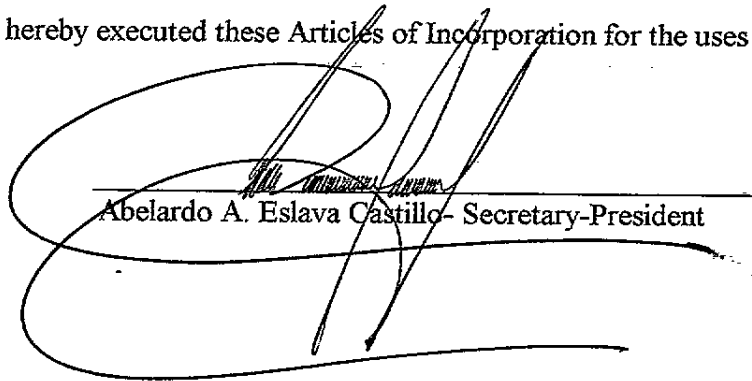
Every officer and every director of the corporation shall be indemnified by the corporation, as permitted by law, against all expenses and liability, including counsel fees, reasonably incurred by or imposed upon him in connection with an proceeding to which he may be a party or which he may become involved by reason of his being or having been an officer or director of the corporation, whether or not he is an officer or director at the time such expenses are incurred. The foregoing rights of indemnification shall be in addition to and not exclusive of all other rights to which such officer or director may be entitled.

ARTICLE IX

TELEPHONE MEETING AUTHORIZATION

Member of the board of directors or any executive committee designated by the board of directors in accordance with law shall be deemed present at any meeting of the board of directors or executive committee, as the case may be, if a conference telephone or similar communications equipment by means of which all persons participating in the meeting can heard or be heard by all other persons, is used.

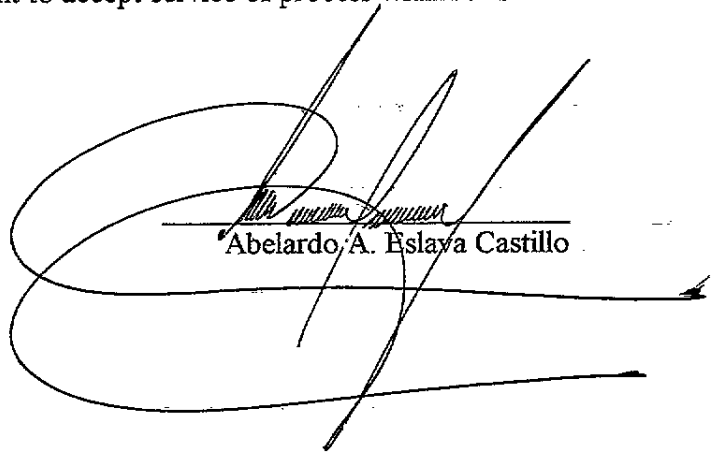
IN WITNESS WHEREOF,
the parties named below have hereby executed these Articles of Incorporation for the uses and purposes herein stated.



Abelardo A. Eslava Castillo- Secretary-President

**CERTIFICATE ACCEPTING DESIGNATION
AS
REGISTERED AGENT**

I HEREBY CERTIFY that I have accepted the designation as Registered Agent of **Gemoro, Inc.** and agree to serve as its Agent to accept service of process within this State as its Registered Office.



Abelardo A. Eslava Castillo

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TALLAHASSEE FLORIDA