

**Electronic Articles of Incorporation
For**

**P01000079944
FILED
August 14, 2001
Sec. Of State**

GEM MANAGEMENT & PRODUCTION INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

GEM MANAGEMENT & PRODUCTION INC.

Article II

The principal place of business address:

1524 15TH TERRACE
P.B.G., FL. 33418

The mailing address of the corporation is:

P.O. BOX 2662
JUPITER, FL. 33468

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

1,000,000

Article V

The name and Florida street address of the registered agent is:

GARY E MOTHERSILLE
1524 15TH TERRACE
P.B.G., FL. 33418

I certify that I am familiar with and accept the responsibilities of
registered agent.

Registered Agent Signature: GARY E. MOTHERSILLE

Article VI

The name and address of the incorporator is:

GARY E. MOTHERSILLE
P.O. BOX 2662
JUPITER FL., 33468

Incorporator Signature: GARY E. MOTHERSILLE