

Advanced Financial Service

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PO1000083913

August, 6, 2001

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

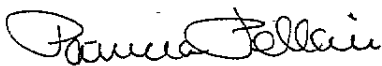
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*****70.00 *****70.00

Subject: Articles of Incorporation for Gemcare, Inc.

Enclosed please find a check for \$70.00, and the Articles of Incorporation for Gemcare, Inc.

If any further information is needed, please contact me at the address or phone numbers
listed in this letter.

Thank you,



Patricia Pollari,
(954) 255-3848 phone
(954) 255-6975 fax

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. SMITH AUG 22 2001

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ARTICLES OF INCORPORATION

OF

GEMCARE, INC.

ARTICLE I

The name of the corporation is Gemcare, Inc.
Address: 793 NW 123rd Drive Coral Springs, FL 33071

ARTICLE II

This Corporation shall have perpetual existence.

ARTICLE III

This Corporation is organized for the purpose of transacting any or all lawful business.

**ARTICLE IV
CAPITAL STOCK**

This Corporation is authorized to issue 100 shares of One Dollar (\$1.00) par value common stock.

**ARTICLE V
PRE-EMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial principal officer of this corporation is 793 NW 123rd Dr. Coral Springs, FL 33071. The initial registered agent of this corporation at that address is Elaine Roberts

I, Elaine Roberts, hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

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TALLAHASSEE, FLORIDA

**ARTICLE VII
INITIAL BOARD OF DIRECTORS**

This corporation shall have 3 director(s) initially. The number of director(s) may be either increased or diminished from time to time by the Bylaws but shall never be less than one. The name and address of the initial director(s) of this corporation are:

NAME	ADDRESS
Erline Roberts President	793 NW 123 rd Drive Coral Springs, FL 33071
Lenny Roberts Vice President	793 NW 123 rd Drive Coral Springs, FL 33071
Marc Roberts Treasurer	793 NW 123 rd Drive Coral Springs, FL 33071

**ARTICLE VIII
INCORPORATION**

The name and address of the persons signing these Articles are:

NAME	ADDRESS
Erline Roberts	793 NW 123 rd Drive Coral Springs, FL 33071
Lenny Roberts	793 NW 123 rd Drive Coral Springs, FL 33071
Marc Roberts	793 NW 123 rd Drive Coral Springs, FL 33071

The corporation shall indemnify any officer or director or any former Officer or Director, to the full extent permitted by law.

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared **Făline Roberts , Lenny Roberts, & Marc Roberts**, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed those Articles of Incorporation.

Feline Roberts
Feline Roberts

Lenny Roberts
Lenny Roberts


Marc Roberts

Patricia Polleri
Notary Public
State of Florida at Large

My Commission expires:
7/23/2004



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