

CORPORATION(S) NAME

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Acknowledgment			



April 5, 2002

EMPIRE

MIAMI, FL

SUBJECT: HIGHLAND ENTERPRISES, INC.

Ref. Number: W02000009622

We have received your document for HIGHLAND ENTERPRISES, INC.. However, the document has not been filed and is being returned for the following:

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.

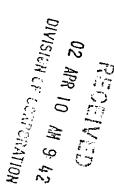
Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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) 245-6934.

Loria Poole Corporate Specialist New Filings Section

Letter Number: 602A00020139





Secretary of State

April 10, 2002

EMPIRE

MIAMI, FL

SUBJECT: PRECIOUS GEMS ENTERPRISES, INC.

Ref. Number: W02000009622

Your document is being returned as requested.

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) 245-6934.

Loria Poole Corporate Specialist New Filings Section

Letter Number: 602A00021257

OZ APR 15 M 9: 26
DIVISION OF COMPERATION

ARTICLES OF INCORPORATION

WE THE UNDERSIGNED, HEREBY ASSOCIATE OURSELVES TOGETHER FOR THE PURPOSE OF BECOMING A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA PROVIDING FOR PROFIT WITH THE POWERS, RIGHTS, PRIVILIGES AND IMMUNITIES HEREINAFTER MENTIONED AND WE HEREBY MAKE, SUBCRIBE AND ACKNOWLEDGE AND FILE WITH THE SECRETARY OF FLORIDA THESE ARTICLES OF INCORPORATION; AND TO THAT END WE DO, BY THESE ARTICLES, SET FORTH:

ARTICLE I

THE NAME OF THIS CORPORATION (WHICH IS HEREINAFTER CALLED THE "CORPORATION" IS:

GHANDI ENTERPRISES, INC.

ARTICLE II

OZ APR 15 PH 12: 11
SECRETARY OF STATE
TALLAHASSEE FLORIDA

THIS COMPANY SHALL EXIST PERPETUALLY, CORPORATION EXISTANCE SHALL BEGIN ON THE DAY UPON WHICH THESE ARTICLES ARE APPROVED BY THE SECRETARY OF THE STATE OF FLORIDA.

ARTICLE III

THE PURPOSE OF THIS CORPORATION IS TO TRANSACT ANY OR ALL LAWFUL BUSINESSES FOR WHICH CORPORATIONS MAY BE INCORPORATE UNDER CHAPTER 607 OF THE FLORIDA STATUTES.

ARTICLE IV

THIS CORPORATION IS AUTHORIZED TO ISSUE FIVE HUNDRED (500) SHARES OF COMMON STOCK, WHICH SAID SHARES SHALL HAVE A PAR VALUE OF TEN (\$10.00) DOLLAR PER SHARE UPON ISSUANCE.

ARTICLE V

THE PRINCIPAL PLACE OF BUSINESS OF THIS CORPORATION SHALL BE AT:

17850 SW 144 CT MIAMI,FLORIDA 33177

WITH THE PRIVILIGE OF HAVING BRANCH OFFICES WITHIN AND WITHOUT THE STATE OF FLORIDA.

ARTICLE VI

THE INITIAL REGISTERED AGENT OF THIS CORPORATION UPON WHICH PROCESS MAY BE SERVED IS: LOUIS F. CAST AND THE INITIAL REGISTERED OFFICE IS LOCATE AT: 8405 NW 53 STREET SUITE C-100 MIAMI, FLORIDA 33166

ARTICLE VII

THIS CORPORATION SHALL HAVE <u>ONE</u> DIRECTOR(S) INITIALLY. THE NUMBER OF DIRECTORS SHALL BE FIXED BY LAW AND MAY BE CHANGED FROM TIME TO TIME.

ARTICLE VIII

THE NAME AND STREET ADDRESSES OF THE INITIAL DIRECTOR OF THIS CORPORATION IS:

MIGUEL OLIVERA 17850 SW 144 CT MIAMI, FLORIDA 33177

THE AFORSAID DIRECTORS SHALL HOLD OFFICE FOR THE YEAR OF THIS CORPORATION EXISTANCE OR UNTIL A SUCCESSOR IS CHOSEN AS PROVIDED FOR IN THE BYLAWS.

THE INITIAL OFFICERS OF THIS CORPORATION AND THEIR ADDRESSES ARE:

PRESIDENT: MIGUEL OLIVERA 17850 SW 144 CT MIAMI, FLORIDA 33177

VICE-PRESIDENT: JULIO ESPINOZA 17850 SW 144 CT MIAMI, FLORIDA 33177

SECRETARY: JULIO ESPINOZA 17850 SW 144 CT MIAMI, FLORIDA 33177

TREASURER: MIGUEL OLIVERA 17850 SW 144 CT MIAMI, FLORIDA 33177

ARTICLE IX

THE NAME AND STREET ADDRESS OF THE INCORPORATOR

MIGUEL OLIVERA 17850 SW 144 CT

MIAMI.FLORIDA

33177

THE UNDERSIGNED HAS EXECUTED THESE ARTICLES OF INCORPORATION

SIGNATURE / TITLE

MIGUEL OLIVERA, PRESIDENT

CERTIFICATE OF DESIGNATION

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

1. THE NAME OF THE CORPORATION IS:

GHANDI ENTERPRISES, INC.

2. THE NAME AND ADDRESS OF THE REGISTERED AGENT IS LOUIS F. CAST AND THE REGISTERED OFFICE IS AT 8405 NW 53 STREET SUITE C-100 MIAMI, FLORIDA 33166

SIGNATURE:

TITLE: PRESIDENT MIGUEL OLIVERA

DATE:

04/01/02

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.

LOUIS F. CAST