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Florida Department of State  
Division of Corporations  
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To: Division of Corporations  
Fax Number : (850) 205-0381  
From: Account Name : EMPIRE CORPORATE KIT COMPANY  
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FLORIDA PROFIT CORPORATION OR P.A.

~~BONDI-BLU U.S.A., LLC~~ ERADR

Gemarte Lapislazuli, Inc

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION

OF

Gemarte Lapislazuli, Inc.

CORPORATE NAME AND PRINCIPAL PLACE OF BUSINESS

Gemarte Lapislazuli, Inc.  
169 East Flagler Street, Suite 1534  
Miami Florida 33131

ARTICLE II

CORPORATE EXISTENCE

The existence of the corporation shall be perpetual. Corporate existence shall begin upon the filing of the Articles of Incorporation by the Florida Department of State.

ARTICLE III

NATURE OF CORPORATE BUSINESS

The Corporation may engage in any activity or business permitted under the laws of the United States and under the laws of the State of Florida.

ARTICLE IV

CAPITAL STOCK

This Corporation is authorized to issue a maximum of five hundred (500) shares of stock. The shares authorized shall be common stock, having a par value of one dollar (\$1.00) per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

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**ARTICLE V**

**INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE**

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

**Roberto E Maisonnave  
200 South Biscayne Boulevard, Suite 5120  
Miami, Florida 33131**

**ARTICLE VI**

**INITIAL BOARD OF DIRECTORS**

This Corporation shall have one director initially. The number of directors may be either increased or decreased from time to time according to the by-laws, but shall never be less than one.

The name and address of the initial director of this Corporation is:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
<b>Ignacio A. Mendoza Fernandez</b>	<b>169 East Flagler Street, Suite 1534 Miami Florida 33131</b>

The members of this Board of Directors shall hold office until the first annual meeting of stockholders of the Corporation.

**ARTICLE VII**  
**INCORPORATORS**

The name and post office of the Incorporator executing these Articles of Incorporation is as follows:

**INCORPORATOR**

**Roberto E. Maisonnave**

**ADDRESS**

**200 South Biscayne Boulevard Suite 5120  
Miami, Florida 33131**

The undersigned, being the original subscriber to these Articles of Incorporation, for the purpose of forming a Corporation for profit and to do business both within and without the State of Florida, do hereby make, subscribe, acknowledge and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true and, accordingly, has hereunto set his hand and seal this

8th. day of July, 2002.

  
\_\_\_\_\_  
**Roberto E. Maisonnave**

STATE OF FLORIDA )  
 ) SS  
COUNTY OF DADE )

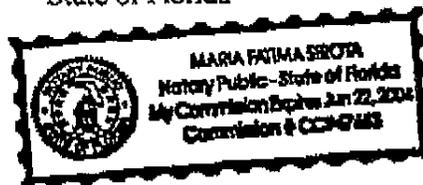
BEFORE ME, the undersigned authority, duly authorized in the State of Florida, County of DADE to take acknowledgments, personally appeared **Roberto E. Maisonnave**, the person described as Incorporator in the foregoing Articles of Incorporation, who is personally known to me or who presented the following identification:

*DL # M251-725-4P-097-0*

WITNESS my hand and seal at Miami, DADE County, Florida  
this *8th* day of *July*, 2002.

  
Notary Public  
State of Florida

My Commission expires:

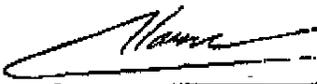


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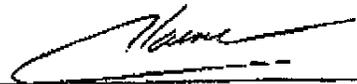
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**CERTIFICATE DESIGNATING REGISTERED  
AGENT FOR SERVICE OF PROCESS**

Pursuant to Chapter 48.091, Florida Statutes, the undersigned hereby designates  
**Roberto E. Maisonnave**, as its Registered Agent to accept service of process within this  
State.

  
\_\_\_\_\_  
**Roberto E. Maisonnave**

The undersigned hereby accepts the foregoing designation as Registered Agent  
for service of process within the State of Florida, and agrees to comply with the  
provisions of the law applicable to said designation.

  
\_\_\_\_\_  
**Roberto E. Maisonnave**

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