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FLORIDA PROFIT CORPORATION OR P.A.

jem international investors, inc.

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ARTICLES OF INCORPORATION OF

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JEM INTERNATIONAL INVESTORS, INC.

TALLAHASSEE FLORIDA

The undersigned incorporator hereby forms a corporation under chapter 607 of the laws of the State of Florida.

ARTICLE I - Name and Address

The name of the Corporation shall be

JEM INTERNATIONAL INVESTORS, INC..

The address of the initial principal office of this corporation shall be 7860 NW 66 Street, Miami, FL 33166, and the mailing address shall be the same.

ARTICLE II - Nature of Business

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, county, territory or nation.

ARTICLE III - Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a \$1.00 per share par value.

ARTICLE IV - Registered Agent

The Street Address of the initial registered office of the corporation shall be 7860 NW 66 Street, Miami, FL 33166, and the name of the initial registered agent of the corporation at that address shall be Jorge L. Hernandez.

ARTICLE V - Term of Existence

The corporation is to exist perpetually.

Prepared by:

Sergio A. Fleites, C.P.A.
3663 S.W. 8 Street # 210
Miami, FL 33135
Ph (305)446-3000

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ARTICLE VI -- Officers and Directors

This corporation shall have two officers and two directors, initially. The name and street address of the initial officers and directors who shall hold office for the first year of the corporation, or until their successors is elected or appointed is:

Jorge L. Hernandez
Jorge L. Hernandez
7860 N.W. 66 STREET
MIAMI, FL 33166

President
Treasurer

Miriam Hernandez
Miriam Hernandez
7860 N.W. 66 Street
Miami, FL 33166


Vice-President
Secretary

ARTICLE VII -- Incorporator:

The name and street address of the incorporator to these Articles of Incorporation is:

Sergio A. Fleites, C.P.A.
3663 S.W. 8 Street # 210
Miami, FL 33135

IN WITNESS THEREOF, the undersigned has hereunto set his hand, on this 8TH day of January, 2003.



Sergio A. Fleites, C.P.A.
(Incorporator)

Prepared by:

Sergio A. Fleites, C.P.A.
3663 S.W. 8 Street # 210
Miami, FL 33135
Ph (305)446-3000

ARTICLE VII – Code Section 1244 Stock

All stock issued by this corporation shall be deemed to be "small business stock" as defined by Internal Revenue Code Section 1244.

ARTICLE IX – Registered Agent

I hereby am familiar with and accept the duties and responsibilities as registered agent for said Corporation.


Jorge L. Hernández
(Registered Agent)

Prepared by:

Sergio A. Fleites, C.P.A.
3663 S.W. 8 Street # 210
Miami, FL 33135
Ph (305)446-3000

TOTAL P.05

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 607.34 Florida Statutes, the following is
submitted, in compliance with said Act:

First That JEM INTERNATIONAL INVESTORS, INC.

desiring to organize under the laws of the State of Florida with its principal office
as indicated in the articles of incorporation at the City of Miami, County of Miami-
Dade, State of Florida has named Jorge L. Hernandez located at 7860 NW 66
Street, Miami, Fl 33166, County of Miami-Dade, State of Florida, as its agent to
accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated
corporation, at place designated in this certificate. I hereby accept to act in this
capacity, and agree to comply with the provision of said Act relative to keeping
open said office.


Jorge L. Hernandez
(Registered Agent)

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Prepared by:
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