

**Electronic Articles of Incorporation
For**

**P03000027472
FILED
March 07, 2003
Sec. Of State**

GEM GIRLS MANAGEMENT, 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 GIRLS MANAGEMENT, INC.

Article II

The principal place of business address:

1329 ALTON ROAD
MIAMI BEACH, FL. 33139

The mailing address of the corporation is:

1329 ALTON ROAD
MIAMI BEACH, FL. 33139

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:

1000

Article V

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

LOREN GREEN
1329 ALTON ROAD
MIAMI BEACH, FL. 33139

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

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Registered Agent Signature: LOREN GREEN

Article VI

The name and address of the incorporator is:

RICHARD RAY
LAW OFFICES OF JORDAN & RAY
550 11TH STREET
MIAMI BEACH, FL 33139

Incorporator Signature: RICHARD RAY

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
LOREN GREEN
1329 ALTON ROAD
MIAMI BEACH, FL. 33139

Title: VP
YAMIT GEIGER
1329 ALTON ROAD
MIAMI BEACH, FL. 33139

Article VIII

The effective date for this corporation shall be:

03/07/2003