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Department of State
Div. of Corporations
P. O. Box 6327
Tallahassee, Fl. 32314

Subject:

Gempro Inc

Enclosed please find \$70.00 for the following:

1. Name Search
2. Filing of Articles of Incorporation, Original plus one copy

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Sincerely,

Marci Gilbert

Marci Gilbert
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ARTICLES OF INCORPORATION

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1. The name of the corporation is: Gamepro Inc.

2005 JAN 13 P 4:00

2. The principal place of business and mailing address of the corporation is: 4846 N. University Drive Lauderhill, Florida 33351

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

3. The corporation shall have the authority to issue 100 shares of common stock, in one class only, each with a par value of \$1.00

4. The registered agent of the corporation is Brian Studley and the registered address is 4846 N. University Drive Lauderhill, Fl. 33351

5. The initial Board of Directors shall have 2 member(s) whose name and address(es) is/are as follows:

1. President, Brian Studley whose address is 11293 Coral Key Drive Boca Raton, Fl. 33498

2. Vice President: Walter Lentz whose address is 20310 Cozumel Court Boca Raton, Fl. 33498

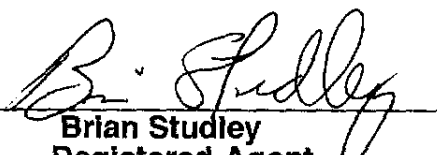
6. The incorporator of this corporation is Brian Studley whose address is 11293 Coral Key Way Boca Raton, Fl. 33498.

Dated: January 11, 2005


Brian Studley
Incorporator

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 am familiar with and accept the obligations of my position as registered agent.

Dated: January 11, 2005


Brian Studley
Registered Agent