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To: Division of Corporations
Fax Number : (850) 205-0381

From: Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

SECRETARY OF STATE
JAILAHASSEE, FL 32004

05 MAY 20 14:10:09

APPROVED
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FLORIDA PROFIT CORPORATION OR P.A.

GEMS EXPOSE, INC.

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05 MAY 20 AM 10:10

ARTICLES OF INCORPORATION

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

GEMS EXPOSE, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: **GEMS EXPOSE, INC.**

The principal place of business of this corporation shall be: **10971 SW 57 St
Miami, FL 33173**

ARTICLE II NATURE OF BUSINESS

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

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: **100 Shares @ 1.00 PV**

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

RIGOBERTO FERNANDEZ (P/S/T) 10971 SW 57 St, Miami, FL 33173

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ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

RIGOBERTO FERNANDEZ
10971 SW 57 St
Miami, Fl 33173

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 19 day of May, ~~19~~ 2005

Signature(s) of Incorporator(s)

Rigoberto Fernandez

STATE OF FLORIDA
COUNTY OF _____

THE FOREGOING instrument was acknowledged and sworn to before me this _____ day of _____, 19__, by _____ (Name of Incorporator) of _____ (Name of Corporation)

Notary Public

My Commission Expires: _____

(SEAL)

ARTICLES OF INCORPORATION FILING FEE:

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, 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: GEMS EXPOSE, INC.

2. The name and address of the registered agent and office is:

RIGOBERTO FERNANDEZ 10971 SW 57 St
(P.O. BOX NOT ACCEPTABLE)

Miami, Florida 33173

(CITY/STATE/ZIP)

SIGNATURE *R. Fernandez*
(corporate officer)

TITLE PRESIDENT

DATE 05/19/05

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE *R. Fernandez*

DATE 05/19/05

05 MAY 20 AM 10:10

APPROVED
AND
FILEDSECRETARY OF STATE
TALLAHASSEE, FLORIDA