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 JAX GEM, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF
JAX GEM, INC.**

Pursuant to the provisions of Section 607.1006 of the Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation, pursuant to a consent meeting of all of the shareholders and the members of the Board of Directors held on December 15, 2010:

1. Article XII is added as follows:

ARTICLE XII

This Corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than one. The name and address of the initial director of this Corporation is:

Nicole Portnoy 1911 Dunsford Road President
Jacksonville, FL 32207

2. In all other respects, except as specifically changed and modified in these Articles of Amendment to the Articles of Incorporation, all of the provisions contained in the Articles of Incorporation of Jax Gem, Inc. shall be and remain the same.

Executed by the undersigned this 15th day of December, 2010.


Nicole Portnoy, President and Director

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