

Law Offices of Frank P. Tyson, Jr.

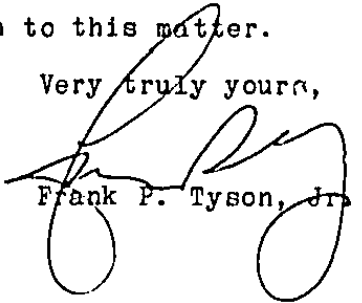
Fax
407-338-9063


RECEIVED
MAR - 6 PM 2:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
4100003-4100003
-02/08/95--01043--004
****122.50 ****122.50

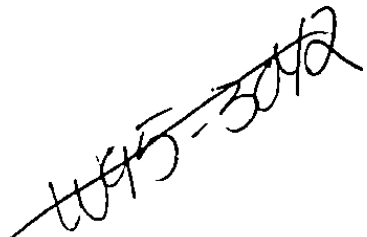
Frank P. Tyson, Jr

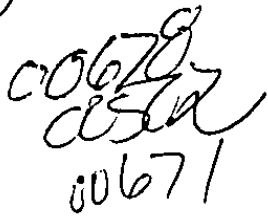
your attention to this matter.

Very truly yours,


Frank P. Tyson, Jr.









FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 9, 1995

LAW OFFICES OF FRANK P. TYSON JR.
23078 L'ERMITAGE CIRCLE
BOCA RATON, FL 33433

SUBJECT: GEMINI MANAGEMENT, INC.
Ref. Number: W95000003042

We have received your document for GEMINI MANAGEMENT, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6878.

Terri Buckley
Corporate Specialist

Letter Number: 195A00005813

ARTICLES OF INCORPORATION
GEMINI MANAGEMENT GROUP, INC.

FILED
SSMR-6 PM 2:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby subscribes and form a corporation for profit under the Laws of Florida.

ARTICLE I - NAME

The name of this corporation is:

GEMINI MANAGEMENT GROUP, INC.

ARTICLE II - NATURE OF BUSINESS

This corporation may engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One Hundred (100) Shares of Common Stock each share having a par value of One Dollar (\$1.00).

ARTICLE IV - INITIAL CAPITAL

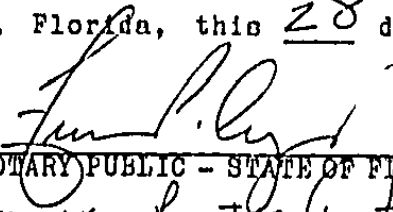
The amount of the capital with which this corporation shall begin business is One Hundred Dollars (\$100.00).

ARTICLE V - CORPORATE EXISTENCE

This corporation shall have perpetual existence.

the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at Palm Beach County, Florida, this 28 day of February, 1995.


NOTARY PUBLIC - STATE OF FLORIDA
FRANK P. TYSON JR
PRINTED NAME OF NOTARY PUBLIC

My commission expires:



FRANK P TYSON JR
My Commission CC332482
Expires Nov. 28, 1997
Bonded by HAI
800-422-1866

ARTICLE VI - ADDRESS

The initial street address of the principal office of this corporation in the State of Florida is 17 Via Del Corso, Palm Beach Gardens, Florida 33418.

ARTICLE VII - MANAGEMENT

The business of the corporation shall be managed by the Stockholders of the corporation rather than by a Board of Directors.

ARTICLE VIII - SUBSCRIBER

The name and address of the initial subscriber to these Articles of Incorporation and the number of shares to be purchased and the consideration to be received therefor is:

<u>Name and Address</u>	<u>Shares</u>	<u>Consideration</u>
John R. Hart 17 Via Del Corso Palm Beach Gardens, FL 33418	100	\$100.00

IN WITNESS WHEREOF, I, the subscriber, have executed these Articles of Incorporation this 28 day of February, 1995.



JOHN R. HART

STATE OF FLORIDA

COUNTY OF PALM BEACH

BEFORE ME, the undersigned authority, personally appeared JOHN R. HART, to me well known and personally known by me to be the individual described in and whom executed the foregoing Articles of Incorporation, and he has acknowledged before me that he executed

FILED
95 MAR -6 PM 2:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST--THAT GEMINI MANAGEMENT GROUP, INC. DESIRING TO ORGANIZE
OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS
PRINCIPAL PLACE OF BUSINESS AT CITY OF PALM BEACH GARDENS, STATE OF
FLORIDA, HAS NAMED JOHN R. HART, LOCATED AT 17 VIA DEL CORSO, CITY
OF PALM BEACH GARDENS, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT
SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE _____

(CORPORATE OFFICER)

TITLE _____

President

DATE _____

2-28-95

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED ORGANIZATION, 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.

SIGNATURE _____

DATE _____

2-28-95