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FILED  
JUN -7 AM 10:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

100001508071  
-06/08/95--01020--020  
\*\*\*\*122.50 \*\*\*\*122.50

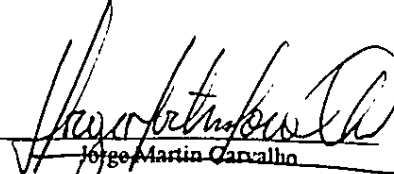
Re: ARTS AND CRAFTS INTERNATIONAL, Inc.

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,


  
Jorge Martin Carvalho

ARTS AND CRAFTS INTERNATIONAL, Inc.

MAILING ADDRESS OF CORPORATION  
1825 Ponce de Leon Blvd. #221  
Coral Gables, FL 33134

PHONE  
(305) 529-1917

FAX  
(305) 448-4678

6/13/95  


# ARTICLES OF INCORPORATION

of

ARTS AND CRAFTS INTERNATIONAL, Inc.

(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

## ARTICLE I - CORPORATE NAME

The name of the corporation is:

ARTS AND CRAFTS INTERNATIONAL, Inc.

## ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

## ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

## ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue Five hundred shares ( 500 ) of one Dollar(s) (\$ 1.00 ) par value Common Stock, which shall be designated "Common Shares."

## ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	JORGE MARTIN CARVALHO		
ADDRESS	441 Valencia Ave. #1101		
CITY	Coral Gables	FLORIDA	ZIP 33134

The principal office, if known, or the mailing address of the corporation is:

NAME	ARTS AND CRAFTS INTERNATIONAL, Inc.		
ADDRESS	1825 Ponce de Leon Blvd. suite #221		
CITY	Coral Gables	FLORIDA	ZIP 33134

## ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one ( 1 ) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

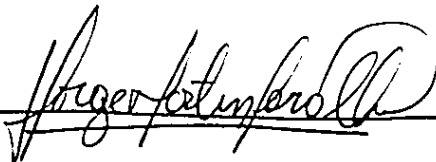
NAME	JORGE MARTIN CARVALHO		
ADDRESS	1825 Ponce de Leon Blvd. suite# 221		
CITY	Coral Gables	STATE Florida	ZIP 33134
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

# ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	JORGE MARTIN CARVALHO		
ADDRESS	1825 Ponce de Leon Blvd. suite #221		
CITY	Coral Gables	STATE	Florida ZIP 33134
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this sixth day of June, 19 95.

  
 \_\_\_\_\_ (Seal)  
 \_\_\_\_\_ (Seal)  
 \_\_\_\_\_ (Seal)

**CERTIFICATE AND ACKNOWLEDGEMENT  
OF REGISTERED AGENT**

**CERTIFICATE OF REGISTERED AGENT  
OF**

ARTS AND CRAFTS INTERNATIONAL, Inc.  
(name of corporation)

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
JUL 17 1983

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:  
The above corporation, desiring to organize under the laws of the State of Florida with  
its registered office as indicated in the Articles of Incorporation

at 441 Valencia Avenue #1101

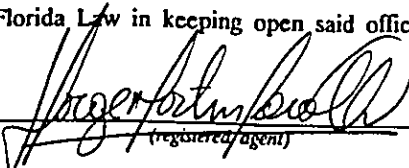
Coral Gables, Fl 33134

has named Jorge Carvalho

located at the aforesaid address, as its Registered Agent to accept service of process  
within this state.

**ACKNOWLEDGEMENT**

Having been named as Registered Agent to accept service of process for the above  
stated corporation at the place designated in this certificate, and being familiar with  
the obligations of that position, I hereby accept to act in this capacity, and agree to  
comply with the provisions of Florida Law in keeping open said office.

  
(registered agent)

P95000044591

**CEJAY CORPORATION**

250 BIRD ROAD - SUITE 104 - CORAL GABLES FLORIDA 33146  
Phone - 305-446-4704 - Fax 305-446-4429

Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

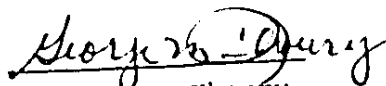
September 6, 1996

Dear Sir/Madam:

Enclosed please find check in the amount of \$43.75 representing \$35.00 for amendment of the Articles of Incorporation and \$8.75 for certificate of status.

Kindly return the recorded copy of the amendment in the enclosed addressed envelope. Thank you.

Yours truly

  
George M. Khoury

1000001842551  
09/09/96 - 401030--011  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

5H 9/3

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF

THIS & THAT PRODUCTIONS, INC.

(present name)

*Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:*

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

The following provision of the Articles of Incorporation of THIS & THAT PRODUCTIONS, INC. filed in Tallahassee, Florida on June 9, 1995, be and is hereby amended to read as follows:

Article I is hereby amended to read as follows:

"Article I - Corporate Name

The name of the Corporation is:

"GEMKE CORPORATION"

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption August 27th, 1996

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- ☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by \_\_\_\_\_ voting group."

- ☒ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 6th day of September, 19 96

Signature George M. Khoury  
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

George M. Khoury

Typed or printed name

President Director

Title