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(SAMPLE LETTER OF TRANSMITTAL)

Date August 25, 1995
95 SEP 15 PM 3:27

SECRET
TALLAHASSEE, FLORIDA

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

Re: Gemini Communications, Inc.
(name of corporation)

200001586232
-09/15/95--01074--008
****122.50 ****122.50

Gentlemen:

Enclosed please find the original and one copy of 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,

Sheldon M. Estveda
(individual's name)
Sheldon M. Estveda

Gemini Communications, Inc.
(name of corporation)

MAILING ADDRESS OF CORPORATION

13472 Belwood Ave N.
Seminole, Florida 34646
PHONE
(813) 399-9197
Area Code Number Ext.

9-19-95

ARTICLES OF INCORPORATION

Gemini Communications, Inc
of
Gemini Communications, 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:
Gemini Communications, 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:	<u>Sheila M. Estrada</u>		
ADDRESS:	<u>13472 Bellewood Ave N.</u>		
CITY:	<u>Seminole</u>	FLORIDA	ZIP <u>34646</u>

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

NAME:	<u>Gemini Communications, Inc</u>		
ADDRESS:	<u>13472 Bellewood Ave N.</u>		
CITY:	<u>Seminole</u>	FLORIDA	ZIP <u>34646</u>

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:	<u>Sheila M. Estrada</u>		
ADDRESS:	<u>13472 Bellewood Ave N.</u>		
CITY:	<u>Seminole</u>	STATE <u>Florida</u>	ZIP <u>34646</u>
NAME:			
ADDRESS:			
CITY:		STATE	ZIP
NAME:			
ADDRESS:			
CITY:		STATE	ZIP

FILED
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SEMINOLE COUNTY
FLORIDA

ARTICLE VII - INCORPORATORS

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

NAME:	Sheila M. Estrada		
ADDRESS:	13472 Belwood Street		
CITY:	SEMINOLE	STATE:	FLORIDA ZIP 34646
NAME:			
ADDRESS:			
CITY:		STATE:	
NAME:			
ADDRESS:			
CITY:		STATE:	

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 25th day of August, 1995.

(Seal)

(Seal)

(Seal)

STATE OF FLORIDA)
COUNTY OF _____) SS

before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared:

Sheila M. Estrada _____
Signature Form of Identification

Signature Form of Identification

Signature Form of Identification

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, who acknowledged before me that _____ executed these Articles of Incorporation, that I relied upon the form ___ of identification of the above named person ___ as indicated opposite each name, and that an oath was not taken.

NOTARY RUBBER STAMP SEAL Witness my hand and official seal in the County and State last aforesaid this _____ day of _____ 19_____

Notary Signature

Printed Notary Signature

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

OF

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Gemini Communications, Inc.
(name of corporation)

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 13472 Bellewood Ave. N.E.
Seminole, Florida 34646

has named Sheila M. Estrada
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.

Sheila M. Estrada
(registered agent)