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PAGE 01

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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS FROM: TODD W. KLISTON, ESQ.
DEPARTMENT OF STATE 0211 W BROWARD BLVD
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((H96000002959))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: GEMS 4, INC.
FAX AUDIT NUMBER: H96000002959
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 1, 1996

TODD KLISTON, ESQ.

PLANTATION, FL 33324

SUBJECT: GEMS 4, INC.
REF: W96000004708

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

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Loria Poole
Corporate Specialist

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FAX AUDIT # H96000002959

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TALLAHASSEE, FLORIDA

**ARTICLE OF INCORPORATION
OF
GEMS 4, INC.**

The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, does hereby form a corporation under the laws of the State of Florida.

ARTICLE I

CORPORATE NAME

The name of the corporation is GEMS 4, INC.

ARTICLE II

NATURE OF BUSINESS

The corporation may transact any lawful business for which corporations may be incorporated under the Florida Business Corporations Act.

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 Thousand (1,000) shares of common stock. The consideration paid for each share shall be fixed by the Board of Directors from time to time.

Todd W. Kliston, Esq.
8211 W. Broward Blvd., Suite 375
Plantation, Florida 33324
Florida Bar # 163001

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**ARTICLE IV
CERTIFICATES**

Shares of the corporation must be evidenced by the issuance of certificates. The form and content of the certificates shall be as prescribed by Florida Law.

**ARTICLE V
ADDRESS**

The initial street address of the principal office of this corporation is 18180 S.W. 66th Street, Ft. Lauderdale, Florida 33331.

**ARTICLE VI
TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE VII
INITIAL DIRECTORS**

The names and addresses of the initial Directors who shall hold office until their successors are elected and have qualified are:

Linda Bridges	18180 S.W. 66th Street Ft. Lauderdale, Florida 33331
Carol Waite	18180 S.W. 66th Street Ft. Lauderdale, Florida 33331
Judy Berry	18180 S.W. 66th Street Ft. Lauderdale, Florida 33331
Lois Van Winkle	18180 S.W. 66th Street Ft. Lauderdale, Florida 33331

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ARTICLE VIII

INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is as follows:

NAME
Todd W. Kliston

ADDRESS
8211 West Broward Boulevard, Suite 375
Plantation, Florida 33324

ARTICLE IX

REGISTERED OFFICE & REGISTERED AGENT

The street address of the corporation's initial registered agent is 8211 West Broward Boulevard, Suite 375, Plantation, Florida 33324 and the name of the initial registered agent at that office is Todd W. Kliston.

ARTICLE X

EFFECTIVE DATE

The initial date of incorporation shall be effective on the date this document is filed as evidenced by the department of State's date and time endorsement on the original document.

ARTICLE XI

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by Florida Law.

Date: FEB 29 1996

Todd W. Kliston
Todd W. Kliston

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

IN COMPLIANCE WITH SECTION 607.0403, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST-- GEMS 4, INC.
(NAME OF CORPORATION)

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF
FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF
Ft. Lauderdale, STATE OF Florida, HAS
(CITY) (STATE)

NAMED Todd W. Kliston, LOCATED AT
(NAME OF REGISTERED AGENT) (STREET ADDRESS)

8211 West Broward Blvd., Suite 375

(POST OFFICE BOXES ARE NOT ACCEPTABLE)

CITY OF Plantation, STATE OF FLORIDA, AS ITS AGENT
TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE
ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS
CERTIFICATE, I HEREBY STATE THAT I AM FAMILIAR WITH, AND ACCEPT THE
OBLIGATIONS OF THIS POSITION

SIGNATURE

Todd W. Kliston
(REGISTERED AGENT)

DATE

February 29, 1996

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TALLAHASSEE, FLORIDA

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