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GREGG E. NICHOLLS, CPA

November 15, 1996

Secretary of State
Department of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

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-11/21/96--01049--003
*****70.00 *****70.00

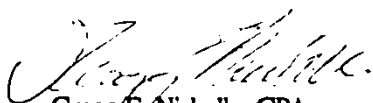
RE: Gemini Properties, Inc.

TO WHOM IT MAY CONCERN

Attached please find the appropriate Articles of Incorporation for the above referenced new corporation, along with a money order for \$70.00 for the new filing fee.

Please send the completed paperwork back to me at the address listed below.

Regards,


Gregg E. Nicholls, CPA

3080 NW 103rd Lane, Coral Springs, FL 33065
(954) 752-5654

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 NOV 20 AM 9:06

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11/26

ARTICLES OF INCORPORATION
OF

GEMINI PROPERTIES, INC.

FILED
96 NOV 20 AM 9:06
CLERK OF DISTRICT COURT
STATE OF FLORIDA

The undersigned subscribers to these Articles of Incorporation, natural persons 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 PROPERTIES, INC.

Article II - Duration

The 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 (\$1.00) par value Common Stock, which shall be designated "Common Shares."

Article V - Initial registered office and agent

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

GEMINI PROPERTIES, INC.
1000 E. Island Blvd.
Suite 3104
Aventura, FL 33160

The name and street address of the Initial Registered Agent of this Corporation is:

Shirley Perlman
1000 E. Island Blvd.
Suite 3104
Aventura, FL 33160

Article VI - Initial Board of Directors

The 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:

Shirley Perlman
1000 E. Island Blvd.
Suite 3104
Aventura, FL 33160

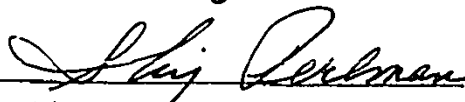
Article VII - Incorporators

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

Shirley Perlman
1000 E. Island Blvd.
Suite 3104
Aventura, FL 33160


96 NOV 20 PM 9:06
UNION OF INCORPORATIONS

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 2nd day of August, 1996.


Shirley Perlman

REGISTERED AGENT ACCEPTANCE

I hereby am familiar with and accept the duties as Registered Agent for Gemini Properties, Inc.


Shirley Perlman

FILED STATE
DIVISION OF CORPORATIONS
96 NOV 20 AM 9:06

STATE OF FLORIDA)

COUNTY OF Dade)

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

SHIRLEY PERLMANKNOWN TO ME

form of identification

known to me and known to be the person who executed the foregoing Articles of Incorporation, who acknowledged before me that they executed these Articles of Incorporation, that I relied upon the forms of identification of the above named persons as indicated opposite each name, and that an oath was not taken.

Witness my hand and official seal in the County and State last aforesaid this 2ND day of AUGUST, 1996.

Cathy White Marrero

Notary Public
CATHY WHITE MARRERO
COMMISSION # CC 368273
EXPIRES MAR 6, 1998
BONDED THRU
ATLANTIC BONDING CO., INC.

Printed notary signature