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Marylyn Singer 2213 Cypress Island Dr., #303 Pompano Beach FL 33069

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Office Use Only

CORPORATION NAME(S)	& DOCUMENT NUMBER(S)	. (if known):
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NEWFILINGS	AMENDMENTS
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NonProfit	Resignation of R.A., Officer/Director
Limited Liability	Change of Registered Agent
Domestication	Dissolution/Withdrawal
Other	Merger
	Profit NonProfit Limited Liability Domestication

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Examiner's Initials		

ARTICLES OF INCORPORATION

ARTICLE I - NAME

The name of this corporation is TANDEM GEMS, INC.

The principal address and the mailing address

of the initial registered office of this corporation is 750.

2213 CYPRESS ISLAND DR., #303, POMPANO BEACH, FL. 33069.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of \$1.00 par value common stock which shall be designated "Common Shares".

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2213 CYPRESS ISLAND DR., #303, POMPANO BEACH, FL. 33069. The name of the initial registered agent of this corporation at that address is MARILYN SINGER.

The registered office of this corporation is the same as the

The registered office of this corporation is the same as the street address.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have 1 Director(s) constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the ByLaws. The name(s) and address(es) of the initial Board of Directors of this corporation is (are):

NAME MARILYN SINGER ADDRESS
2213 CYPRESS ISLAND DRIVE
303
POMPANO BEACH, FL. 33069

ARTICLE VIII - INCORPORATORS

The name and address of each person signing these

Articles is: NAME

NAME ADDRESS

MARILYN SINGER 2213 CYPRESS ISLAND DRIVE
303
POMPANO BEACH, FL. 33069

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the stockholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 22 day of $\sqrt{A} \sim 1997$

Subscriber/

Subscriber

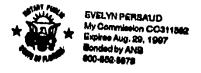
STATE OF FLORIDA
COUNTY OF BROWARD

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared known to be and known by me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 22 day of January, 1997.

Notary Jublic, State of Florida at Large

My commission Expires:



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:

TANDEM GEMS, INC.

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF POMPANO BEACH, STATE OF FLORIDA,

HAS NAMED MARILYN SINGER, LOCATED AT 2213 CYPRESS ISLAND DRIVE, POMPANO BEACH, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE: Manday Surger STATE:

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, 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 PERFORMANCE OF MY DUTIES.

SIGNATURE (Resident Agent)

DATE