

P98000000 3931

Requestor's Name

Randy & Mary Fischer  
13440 126th Av. N.  
Largo, FL 33774

500002397325--3  
-01/12/98--01113--018  
Office Use Only \*\*\*\*\*70.00

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. \_\_\_\_\_  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

- ☐ Walk in    ☐ Pick up time \_\_\_\_\_    ☐ Certified Copy  
☐ Mail out    ☐ Will wait    ☐ Photocopy    ☐ Certificate of Status

NEW FILINGS	
	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of R.A., Officer/ Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Report
	Fictitious Name
	Name Reservation

REGISTRATION/ QUALIFICATION	
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

FILED  
98 JAN 12 AM 8:59  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
COLORADO GEMS & MINERALS, INC.

The undersigned subscriber, Mary E. Fischer, a natural person competent to contract for the purpose of forming a corporation under the laws of the State of Florida, adopts the following Articles of Incorporation for such corporation.

ARTICLE ONE - NAME

The name of the proposed corporation is COLORADO GEMS & MINERALS, INC.

98 JAN 12 AM 8:59  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

FILED

ARTICLE TWO - EXISTENCE

The corporation is to exist perpetually and shall begin its existence as of the date of the signing of these Articles of Incorporation.

ARTICLE THREE - NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida, and any and all acts or statutes amendatory thereof and supplemental thereto.

#### ARTICLE FOUR - CAPITAL STOCK

The total number of shares of stock which the corporation shall have authority to issue is Seven Thousand Five Hundred (7,500) shares of common stock at a par value of One (\$1.00) Dollar per share. Stock may be issued by the corporation from time to time for such consideration as may be set by the Board of Directors. Each share of common stock shall represent one vote. Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

#### ARTICLE FIVE - REGISTERED OFFICE

The address of the registered agent of the proposed corporation in the State of Florida is 13440 126th Avenue, No., Largo, Fl 33774. The name of the registered agent to accept service is Mary E. Fischer, 13440 126th Avenue, No., Largo, Fl 33774.

#### ARTICLE SIX - INCORPORATOR

The name and address of the incorporator is:

Mary E. Fischer  
13440 126th Avenue, No.  
Largo, Fl 33774

#### ARTICLE SEVEN - BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number may be either increased or diminished from time to time by the

bylaws. The name and address of the initial director of this corporation is:

Mary E. Fischer  
13440 126th Avenue, No.  
Largo, Fl 33774

#### ARTICLE EIGHT - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders meeting by at least a majority of the stock entitled to vote unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

#### ARTICLE NINE - COMPENSATION OF DIRECTORS

The shareholders of this corporation shall have the exclusive authority to fix the compensation of the directors of this corporation.

#### ARTICLE TEN - DIRECTOR QUORUM AND VOTING

Two-thirds (2/3) of the directors shall constitute a quorum for a meeting of directors. If a quorum is present, the affirmative vote of fifty-one (51%) percent of the directors present and voting shall be the act of the Board of Directors.

ARTICLE ELEVEN - RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following person in the amount set opposite her name:

Mary E. Fischer	500 shares
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Shares held by shareholders may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this corporation.

If the purchase price for such shares cannot be agreed upon, the price shall be determined by arbitration among three appraisers, one to be appointed by the seller or the seller's estate, the second one to be appointed by the corporation or the remaining shareholders, the third to be appointed by the two appointed appraisers.

The foregoing appraisers must meet within thirty (30) days of the written notification of offering shares for sale. Determination of value must be reached within thirty (30) days of the first meeting of appraisers at which time a written notice of value must be submitted to the corporation's remaining shareholders and to the seller.

The corporation or remaining shareholders shall have three (3) months from receipt of written notification of price reached by the appraisers to purchase such shares.

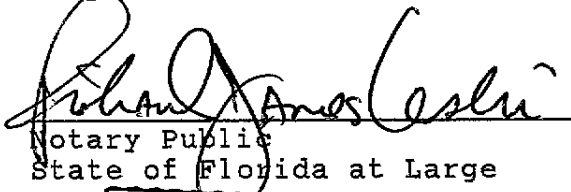
IN WITNESS WHEREOF, I have executed these Articles of  
Incorporation in duplicate this 7 day of January, 1998.

  
Mary E. Fischer

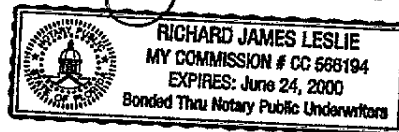
STATE OF FLORIDA     ]  
                              ]  
COUNTY OF PINELLAS ]

BEFORE ME, the undersigned authority, personally appeared Mary  
E. Fischer, known to me personally, who executed the foregoing  
Articles of Incorporation, and who acknowledged before me that she  
executed same for the purpose herein expressed.

WITNESS my hand and official seal at Largo, Florida in the  
County of Pinellas, this 7 day of January, 1998.

  
Notary Public  
State of Florida at Large

My commission expires:



**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN  
THIS STATE NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said act.

That Colorado Gems & Minerals, Inc., desiring to organize under the laws of the State of Florida, with its principal place of business at:

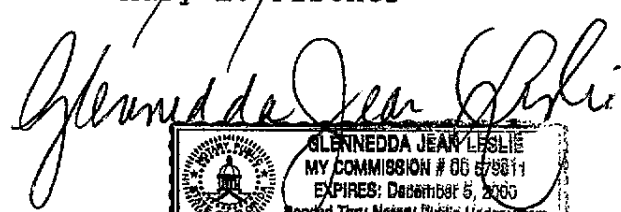
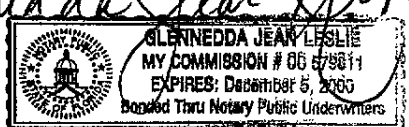
13440 126th Avenue, No.  
Largo, Fl 33774

in the County of Pinellas has named Mary E. Fischer, located at 13440 126th Avenue, No., Largo, Fl 33774 as its agent to accept service of process within this State.

**ACKNOWLEDGEMENT:**

Having been named to accept service of process for the above named corporation at the place designated in this Certificate, the undersigned hereby agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

  
Mary E. Fischer

**FILED**  
98 JAN 12 AM 8:59  
CLERK OF DISTRICT COURT  
PALM BEACH COUNTY, FLORIDA