

P98000016173

TRANSMITTAL LETTER

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

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-02/18/98--01043--007
****122.50 ****122.50

SUBJECT: Gemelli Corporation
Proposed Corporate Name

Enclosed is an original and one copy of the Articles of Incorporation, a designation or registered agent, and a check for \$ 122.50. Please return one copy of the Articles stamped with the filing date.

Please send the stamped copy of the Articles to the address below using the enclosed Federal Express airway bill. The address indicated as the Principal Place of Business on the enclosed document is under construction and will not receive mail.

Clifford MacTavish
5401 Collins Ave.
Miami Beach, FL 33140
(954) 648-5381

FILED
98 FEB 18 AM 8:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

9/2-19-98

**ARTICLES OF INCORPORATION
OF
GEMELLI CORPORATION**

FILED
98 FEB 18 AM 8:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE 1: NAME

The name of the corporation shall be Gemelli Corporation.

ARTICLE 2: PRINCIPAL PLACE OF BUSINESS

The principal place of business of this corporation shall be 1724 Royal Palm Way, Hollywood, FL 33020.

ARTICLE 3: SHARES

All stock issued by this Corporation shall be common voting stock of a single class. The number of shares of stock that this corporation is authorized to have outstanding at any time is: 1000.

ARTICLE 4: INITIAL REGISTERED AGENT AND REGISTERED OFFICE

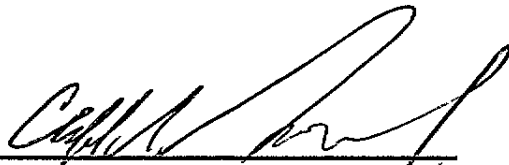
The name of the initial registered agent is Clifford A. MacTavish, whose registered office is located at the place of business stated in Article 2 above.


ARTICLE 5: INCORPORATORS

The names and street addresses of the incorporators to these Articles of Incorporation are:

- 1) Clifford A. MacTavish 1724 Royal Palm Way, Hollywood, FL 33020
- 2) Ariel L. MacTavish 1724 Royal Palm Way, Hollywood, FL 33020

The undersigned incorporators have executed these Articles of Incorporation this 14th Day of February, 1998.


Signature


Signature

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**


Pursuant to Florida law, the undersigned Corporation organized under the laws of the State of Florida submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation/professional association is: Gemelli Corporation
2. The name and address of the registered agent and office:

Clifford A. MacTavish
1724 Royal Palm Way
Hollywood, FL 33020

FILED
98 FEB 18 10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



Signature of Registered Agent

2/14/98

Date