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FLORIDA PROFIT CORPORATION OR P.A.

GEM WORLD INTERNATIONAL, INC.

Certificate of Status	0
Certified Copy	1
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CERTIFICATE OF INCORPORATION
OF
GEM WORLD INTERNATIONAL INC.

The undersigned subscribers to these articles of incorporation hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of this corporation is Gem World International, Inc..

ARTICLE II

GENERAL NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having a nominal or par value of One (\$1.00) Dollar per share. All said shares shall be payable in cash, property, labor or services at a valuation to be fixed by the Board of Directors at a meeting called for that purpose. Property, labor or services may be purchased or paid for with capital stock at a just valuation to be fixed by the Board of Directors.

ARTICLE IV

INITIAL CAPITAL

The amount of capital with which this corporation will begin business is not less than \$100.00.

ARTICLE V

TERM OF EXISTENCE

This corporation is to exist perpetually.

PREPARED BY:

Don Gonzalez, P.A.

9050 Pines Blvd Ste 450F

Pembroke Pines FL 33024

FL Bar No. 0970130

(954) 432-1699

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ARTICLE VI

ADDRESS

The initial office address of the principal office of this corporation in the State of Florida is P.O. Box 260125, Pembroke Pines, Fl 33026. The Board of Directors may from time to time move the principal office to another address in Florida.

ARTICLE VII

DIRECTORS

This corporation shall have not less than one director, however, the number of directors may be increased or diminished from time to time by By-laws adopted by the stockholders, but shall never be less than one.

ARTICLE VIII

INITIAL DIRECTORS

The names and post office addresses of the members of the first Board of Directors is:

Office	Name	Address
President	Mr. Jagdish Hirani	P.O. Box 260125 Pembroke Pines, Fl 33026
Vice President	Mr. Prakash Hirani	P.O. Box 260125 Pembroke Pines, Florida 33026
Secretary	Mrs. Meena Hirani	P.O. Box 260125 Pembroke Pines, Florida 33026
Treasurer	Mr. Prakash Hirani	P.O. Box 260125 Pembroke Pines, Florida 33026

ARTICLE IX

SUBSCRIBER

The name and post office address of the subscriber of these articles of incorporation, the number of shares of stock that each agree to take and the value of the consideration therefore is:

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Name	Address	Shares	Consideration
Jagdish Hirani	P.O. Box 260125 Pembroke Pines, Florida 33026	33.33	\$33.33
Meena Hirani	P.O. Box 260125 Pembroke Pines, Florida 33026	33.33	\$33.33
Prakash Hirani	P.O. Box 260125	33.33	\$33.33

ARTICLE X

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 two thirds of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these articles of incorporation made.

ARTICLE XI

REGISTERED OFFICE AND REGISTERED AGENT

That Gem World International, Inc., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation in the City of Pembroke Pines, the County of Broward, State of Florida, hereby designates Don Gonzalez, Esq. as registered agent to accept services within the State. The registered office of the corporation shall be 9050 Pines Blvd. Suite 450-F, Pembroke Pines, Fl 33024.

ARTICLE XII

INCORPORATOR

The name and street address of the incorporator is:

NAME	ADDRESS
Don Gonzalez, Esq.	9050 Pines Blvd. Suite 450-F Pembroke Pines, Fl 33024

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**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:

FIRST: That Gem World International, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Pembroke Pines, State of Florida, has named Don Gonzalez, Esq., 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 agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


Don Gonzalez, Esq.

Date: November 18, 1998

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