

P99000070345

LORI A. BROWN
2171 Northwest 33rd Avenue
Lauderdale Lakes, Florida 33311
(305) 772-6202

July 29, 1999

Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

400002947154--3
-08/02/99--01054--005
*****78.50 *****78.50

Re: Matter: Incorporation of GEM INSPIRATION INC.

Dear Sir/Madam:

Please find enclosed the following:

1. The original and a copy of the Article of Incorporation of GEM INSPIRATION INC.
2. A check in the amount of \$78.50


Kindly return the copy with the certificate of incorporation at your earliest convenience. If you have any questions, please feel free to contact the undersigned. My appreciation for your consideration.

Sincerely,


LORI A. BROWN

LAB/lb

Enclosures

 GAVE
AUTHORIZATION BY PHONE TO
CORRECT Art. I
DATE 8-9-99
DOC. EXAM 625

SECRETARY OF STATE
TALLAHASSEE, FL 32304

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FILED

8-9-99
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ARTICLES OF INCORPORATION OF

GEM INSPIRATION INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - CORPORATE NAME

The name of the Corporation is ^{GEM INSPIRATION INC.}, hereinafter referred to as the "Corporation".

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and mailing address of the corporation is 2171 Northwest 33rd Avenue, Lauderdale Lakes, Florida 33311.

ARTICLE III - DURATION OF THE CORPORATION

The period of duration of the Corporation shall be perpetual unless dissolved according to law.

ARTICLE IV - PURPOSE OF THE CORPORATION

The purpose for which the Corporation is organized is to engage in any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statute, as amended.

ARTICLE V - AUTHORIZED SHARES

The Corporation is authorized to issue One Hundred (100) shares of common stock with a par value of \$1.00 per share. All stock shall be of one class. The Board of Directors may authorize issuance of such stock to such person(s) upon such terms and for such consideration as they may

deem appropriate. The consideration may consist of any tangible or intangible property or benefit to the Corporation, including cash, promissory notes, services performed, promises to perform services evidenced by a written contract, or other securities of the Corporation.

ARTICLE VI - PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights. Every shareholder, upon the sale for cash of any new or reissued stock of the Corporation, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

ARTICLE VII - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Corporation's initial registered office is 2171 Northwest 33rd Avenue, Lauderdale Lakes, Florida 33311 and the registered agent at that office is Lori A. Brown.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

The Corporation shall have one (1) director constituting the initial Board of Directors. The number of directors may be increased or decreased from time to time by the bylaws.

The initial Board of Directors of the Corporation shall be comprised of:

LORI A. BROWN
2171 Northwest 33rd Avenue
Lauderdale Lakes, Florida 33311

ARTICLE IX- INCORPORATOR

The incorporators of the Corporation are as follows:

LORI A. BROWN
2171 Northwest 33rd Avenue
Lauderdale Lakes, Florida 33311

IN WITNESS THEREOF, I, LORI A. BROWN, the undersigned incorporator, has executed these Articles of Incorporation on this, the 29th day of July, 1999, and acknowledged the same to be my act.

Lori Ann Brown
LORI A. BROWN

STATE OF FLORIDA)
)ss
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 12th day of May, 1999 by LORI A. BROWN, who personally appeared before me at the time of notarization, and who is personally known to me or produced a Florida Driver's License as identification.

Subscribed and Sworn to me on

July 29th, 1999
[Signature]

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

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

Pursuant to the provisions of Chapters 48.091 and 607.0501 of the Florida Statutes, the following is submitted, in compliance with said Acts:

First-That GEM INSPIRATION INC., desiring to organize under the laws of the State of Florida with its principle office at 2171 Northwest 33rd Avenue, as indicated in the Articles of Incorporation at City of Lauderdale Lakes, County of Broward, State of Florida, has named LORI A. BROWN, at 2171 Northwest 33rd Avenue, in the City of Lauderdale Lakes, County of Broward, State of Florida, as its agent to accept service of process within this state.

-Acceptance of Agent-

ACKNOWLEDGMENT:

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 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.

BY: Lori Ann Brown
LORI A. BROWN

DATE: July 29, 1999