

# P99000108892

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December 14, 1999

#### VIA FEDERAL EXPRESS

Secretary of State  
Division of Corporation  
409 East Gains Street  
Tallahassee, Florida 32399

#### EFFECTIVE DATE

12-16-99

400003071224--0  
-12/15/99--01057--018  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: Formation of Jemma, Inc.

Dear Sir/Madam:

Enclosed are an original and one (1) copy of the Articles of Incorporation ("Articles") and Acceptance of Appointment of Registered Agent ("Certificate") for Jemma, Inc. Also enclosed is a check made payable to the Secretary of State in the amount of \$78.75 for payment of the following:

Certificate of Incorporation	
Filing fee	\$ 35.00
Certified copy of the Certificate of Incorporation	8.75
Registered Agent's fee	<u>35.00</u>
Total	<u>\$ 78.75</u>

FILED  
99 DEC 15 AM 9:06  
TALLAHASSEE, FLORIDA

After the Articles and Certificate have been filed, please forward the certified copy of the Articles and Certificate to our office in the enclosed addressed stamped return envelope as soon as possible.

Please do not hesitate to contact me should you have any questions or comments.

Sincerely yours,

BROAD AND CASSEL

*Lu-Ann Dominguez*

Lu-Ann Dominguez

FILED

99 DEC 15 AM 9:06

TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**

**OF**

**JEMMA, INC.**

12-14-99

The undersigned incorporator, for purposes of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE I**

The name of the corporation is Jemma, Inc. (the "Corporation").

**ARTICLE II**

The street address of the initial principal office and mailing address of the Corporation is 500 East Broward Boulevard, Suite 1130, Fort Lauderdale, FL 33394.

**ARTICLE III**

The Corporation is authorized to issue 100 shares of common stock of \$.01 par value per share.

**ARTICLE IV**

The street address of the initial registered office of the Corporation is 500 East Broward Boulevard, Suite 1130, Fort Lauderdale, FL 33394 and the registered agent at that address is Martin R. Press, P.A.

**ARTICLE V**

The name and address of the incorporator of the Corporation is Martin R. Press, 500 E. Broward Blvd., Suite 1130, Fort Lauderdale, FL 33394.

**ARTICLE VI**

The Corporation is organized for the purpose of transacting any and all lawful activities or business for which corporations may be formed under Chapter 607 of the Florida Statutes.

**Martin R. Press, P.A.  
FL. Bar No. 164524  
Broad and Cassel  
500 East Broward Boulevard  
Suite 1130  
Fort Lauderdale, Florida 33394**

ARTICLE VII

The Corporation expressly elects not to be governed by either §607.0901 or §607.0902 of the Florida Business Corporation Act, as each may be amended from time to time, relating to affiliated transactions and control share acquisitions.

ARTICLE VIII

The Corporation's existence shall begin on December 14, 1999.

**IN WITNESS WHEREOF**, the undersigned incorporator has executed these Articles of Incorporation this 14th day of December, 1999.



\_\_\_\_\_  
Martin R. Press, Incorporator

**ACCEPTANCE OF APPOINTMENT**  
**OF**  
**REGISTERED AGENT**

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.

MARTIN R. PRESS, P.A.

By: \_\_\_\_\_

Martin R. Press, President

**Martin R. Press, P.A.**  
**FL. Bar No. 164524**  
**Broad and Cassel**  
**500 East Broward Boulevard**  
**Suite 1130**  
**Fort Lauderdale, Florida 33394**