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To:

Division of Corporations
Fax Number : (850)205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305)634-3694
Fax Number : (305)633-9696

FLORIDA PROFIT CORPORATION OR P.A.

WATCH REPAIR & JEWELRY CENTER, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

WATCH REPAIR & JEWELRY CENTER, INC.

(3)

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation is WATCH REPAIR & JEWELRY CENTER, INC.

ARTICLE II

STREET ADDRESS OF INITIAL PRINCIPAL
OFFICE/MAILING ADDRESS OF CORPORATION

The street address of the initial principal office of the corporation, and the mailing address of the corporation, is 1421 S.W. 102 Avenue, Pembroke Pines, FL 33025.

ARTICLE III

AUTHORIZED SHARES

The aggregate number of shares which the corporation is authorized to issue is 100.

ARTICLE IV

STREET ADDRESS OF INITIAL REGISTERED
OFFICE AND NAME OF INITIAL REGISTERED AGENT

The street address of the initial registered office of the corporation is 1421 S.W. 102 Avenue, Pembroke Pines, FL 33025. The name of the initial registered agent at that office is Carlos Noriega.

ARTICLE V

NAME AND ADDRESS OF INCORPORATOR

The name and address of the incorporator is Carlos Noriega, 1421 S.W. 102 Avenue, Pembroke Pines, FL 33025.

Prepared by: Michael Heidt
Florida Bar No. 435414
4000 Hollywood Blvd., Suite 735 South Tower
Hollywood, FL 33021-6744
954-966-2501

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ARTICLE VI
DURATION AND PURPOSE

The duration of the corporation is perpetual and it is organized for the purpose of transacting and all lawful business permitted under the laws of the United States and the State of Florida.

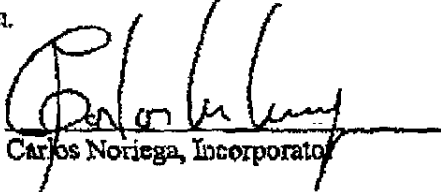
ARTICLE VII


NAME AND ADDRESS OF INITIAL OFFICERS AND DIRECTORS

Carlos Noriega, President and Director, 1421 S.W. 102 Avenue, Pembroke Pines, FL 33025
Miguelina Noriega, Secretary and Director, 1421 S.W. 102 Avenue, Pembroke Pines, FL 33025

ARTICLE VIII
INDEMNIFICATION

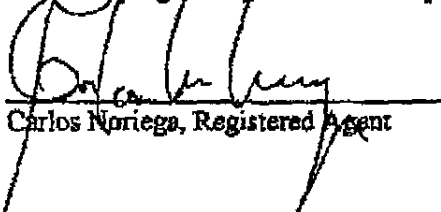
The corporation shall indemnify each director, officer and shareholder of the corporation against any and all liability and expense incurred by him in connection with or arising out of any action, suit or proceeding in which he may be involved, by reason of his being or having been an officer, director or shareholder of the corporation.



Carlos Noriega, Incorporator

 5/1/03
Date

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

Having been designated as the initial registered agent for the corporation at the place designated in the foregoing Articles of Incorporation, I declare that I am familiar with and accept the obligations of that position, and hereby accept same and agree to act in that capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open.


Carlos Noriega, Registered Agent

 5/1/03
Date

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