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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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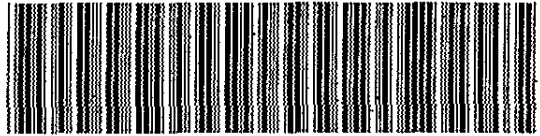
(Business Entity Name)

(Document Number)

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03 MAY - 1 AM 9:04
SECRETARY OF STATE
TALLAHASSEE FLORIDA

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

SUBJECT: Benser Wholesale Jewelry, Inc.
(Proposed corporate name – must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

\$ 78.75 Filing Fee & Certificate of Copy, mail two (2) copies

\$ 78.75 Filing Fee & Certificate of Status

\$ 70.00 Filing Fee

\$ 87.50 Filing Fee, Certified Copy & Certificate of Status, mail two(2) copies

FROM: COMPLETE TAX SERVICE, Vincent Martinez
1065 NE 125th Street, # 100
North Miami, FL 33161

Phone: 305-891-0572

Fax: 305-8910514

ARTICLES OF INCORPORATION
OF
BENSER WHOLESAL JEWELRY, INC.

ARTICLE I NAME

The name of this corporation is Benser Wholesale Jewelry, Inc..

ARTICLE II DURATION

This corporation its existence on May 1, 2003

ARTICLE III PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV CAPITAL STOCK

This corporation is authorized to issue five hundred (500) shares at no par value common stock which shall be designated common shares.

ARTICLE V INITIAL REGISTERED AGENT

The street address of the principal registered office of this corporation is 291 Bal Bay Drive Suite 202, North Miami Beach, Florida 33154. And the name of the initial registered agent of this corporation at that address is Isaac Bensimon . The principal office is the same as registered agent office.

ARTICLE VI INITIAL BOARD OF DIRECTORS / INCORPORATORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name of the initial board of directors and incorporators of this corporation is:

Isaac Bensimon
291 Bal Bay Drive
North Miami Beach, Florida 33154

Simon Bensimon
291 Bal Bay Drive
Suite 202
North Miami Beach, Florida 33154

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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ARTICLE VII AMENDMENTS

This corporation observes the rights to amend or repeal any provision contained in these articles of incorporation, or any rights conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribe has executed these articles of incorporation on April 28, 2003.

[Handwritten Signature]

Isaac Bensimon
Incorporator/President

[Handwritten Signature]

Simon Bensimon
Incorporator/Vice president

I accept the duties and responsibilities as registered agent.

[Handwritten Signature]

Isaac Bensimon
Registered Agent

STATE OF FLORIDA)
COUNTY OF DADE)SS.

I HEREBY CERTIFY that on this day personally appeared before me, the officers duly authorized to administer oath and take acknowledgment Isaac Bensimon and Simon Bensimon. To me well known and known to be the persons who executed the foregoing articles of incorporation of Benser Wholesale Jewelry, Inc. and they acknowledged to sign and executed the same for the purposes therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Miami, said State, this day of April 28, 2003.

[Handwritten Signature]
Notary Public
State of Florida at Large

03 MAY - 1 AM 5:04
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

My commission expires:

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

NOTARY PUBLIC
STATE OF FLORIDA
OFFICIAL FIDELITY SEAL
BARBARA A. FARNSTOCK
COMMISSION NUMBER
CC 897493
MY COMMISSION EXPIRES
JAN. 18, 2004