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	Domestication		Dissolution/Withdrawal	
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	Reinstatement		Trademark	
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ARTICLES OF INCORPORATION

OF

ZELLER JEWELRY & GIFTS, INC.

TOO MAR 4 A 9 09
THE CRETARY OF STATES

THE UNDERSIGNED Subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation for profit under the laws of the State of Florida; and further agree to the following conditions of said Corporation.

ARTICLE 1: NAME

The name of the Corporation is: ZELLER JEWELRY & GIFTS, INC.

ARTICLE II: NATURE OF BUSINESS

The general nature of the Business to be transacted by this Corporation is to do all things which natural persons and lawful entities might or could lawfully do in the premises and to transact any lawful business for which corporations may be incorporated under the laws of Florida.

ARTICLE III: CAPITAL STOCK

The authorized capital stock of this Corporation is one thousand shares of common stock, each share having a par value of one dollar.

ARTICLE IV: INITIAL CAPITAL

The initial capital of said Corporation is one thousand dollars (\$1,000.00).

ARTICLE V: TERM OF EXISTENCE

This Corporation shall have perpetual existence unless dissolved by action of law.

ARTICLE VI: ADDRESS

The initial post office address of this Corporation in the State of Florida is: 539 Beckrich Road, Panama City, Panama City Beach, Florida 32407.

ARTICLE VII: DIRECTORS

This Corporation shall have one Director initially. The number of Directors may be increased or decreased from time to time as the Stockholders desire, in accordance with Bylaws hereof, but at no time shall there be a number less than one.

ARTICLE VIII: INITIAL DIRECTORS AND OFFICERS

The names and post office addresses of the first Board of Directors and officers of this Corporation are as follows:

<u>NAME</u>	ADDRESS	TITLE	<u>OFFICE</u>
Beth Bulger	251 Lullwater Drive Panama City Beach, FL 32413	Director	President, Vice President
Peggy Ann Zeller	8771 Airdrome Street Los Angeles, CA 90035		Secretary
Kimberly Ann Zeller	255 Promenade Street, #166 #166 Providence, RI 02908		Treasurer

ARTICLE IX: SUBSCRIBERS

The names and post office addresses of each Subscriber to these Articles of Incorporation, the number of shares of stock each agrees to take, and the value of the

consideration paid therefore are as follows:

<u>NAME</u>	<u>ADDRESS</u>	NO. OF SHARES
Beth Bulger	251 Lullwater Drive Panama City Beach, FL 32413	450
Kimberly Ann Zeller	255 Promenade Street #166 Providence, RI 02908	350
Peggy Ann Zeller	8771 Airdrome Street Los Angeles, CA 90035	200

ARTICLE X: REGISTERED AGENT

The Registered Agent is: Beth Bulger, 251 Lullwater Drive, Panama City Beach, Florida 32413.

ARTICLE XI: 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 a majority of the Stockholders.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this $\frac{20}{2}$ day

of Felenater, 2008.

Beth Bulger

STATE OF FLORIDA COUNTY OF BAY

I HEREBY CERTIFY that on this day, before me, an officer duly qualified to take acknowledgments, personally appeared, Beth Bulger, who is personally known to me

or who has produced the identification specified below, who acknowledged to and before me that he is the person who executed the foregoing Articles of Incorporation for the uses and purposes set forth therein.

WITNESS my hand a	and official seal in the County and State aforesaid this 008.
To me personally known Identified by Issued by	
	AMANDA MCFANN MY COMMISSION # DD 628063 EXPIRES: January 9, 2011 Bonded Thru Notary Public Underwriters

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

ZELLER JEWELRY & GIFTS, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at Panama City Beach, County of Bay, State of Florida, has named Beth Bulger, 251 Lullwater Drive, Panama City Beach, County of Bay, State of Florida 32413, as its agent to accept service of process within this State.

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MELAKASSEE OF STATE

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated Corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

RY

Beth Bulger, Registered Agent