

SWISS WATCH INTERNATIONAL, INC.
152 N.E. 167TH STREET, SUITE 100
N. MIAMI BEACH, FL 33162

January 13, 1995

Secretary of State
State of Florida
Corporation Division
P.O. Box 6327
Tallahassee, FL 32314

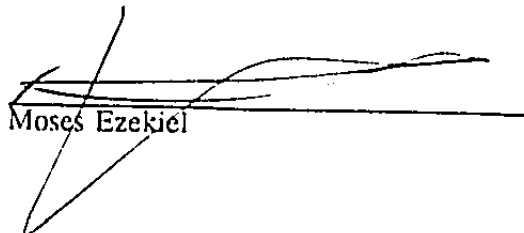
995000006933

Re: Swiss Watch International, Inc.

Gentlemen:

Enclosed herewith are the Articles of Incorporation for Swiss Watch International, Inc., and our check in the amount of \$122.50 for filing fees.

Respectfully submitted:


Moses Ezekiel

RECEIVED
CORPORATION DIVISION
STATE OF FLORIDA
JAN 13 1995
TALLAHASSEE, FL 32314

RECEIVED
CORPORATION DIVISION
STATE OF FLORIDA
JAN 13 1995
TALLAHASSEE, FL 32314

CERTIFICATE OF INCORPORATION

- OF -

Swiss Watch International, Inc.

WE, THE UNDERSIGNED, hereby associate ourselves together for the purpose of becoming a Corporation under the Laws of the State of Florida, by and under the provision of the Statutes of the said State of Florida.

ARTICLE I

This name of this Corporation shall be:

Swiss Watch International, Inc.

ARTICLE II

The Corporation may engage in any activity or business permitted under the Laws of the United States and the State of Florida.

ARTICLE III

The maximum number of shares of capital stock that this Corporation is authorized to have outstanding at any time is FIVE HUNDRED (500) shares of common stock, Having a par value of ONE (\$1.00) DOLLAR PER SHARE.

FILED
95 JAN 23 PM 1:04
TALLAHASSEE, FLORIDA

ARTICLE IV

The amount of capital with which this Corporation will begin business will be the sum of not less than FIVE HUNDRED (\$500) DOLLARS.

ARTICLE V

This Corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE VI

The initial street of the principal office of the Corporation shall be:

152 N.E. 167th Street, Suite 100
N. Miami Beach, FL 33162

ARTICLE VII

The number of Directors of this Corporation shall be at least one (1) and not more than five (5).

ARTICLE VIII

The names and street addresses of the members of the first Board of Director of this Corporation are as follows:

Moses Ezekiel
152 N.E. 167th Street, Suite 100
N. Miami Beach, FL 33162

Lior Ben-Shmuel
152 N.E. 167th Street, Suite 100
N. Miami Beach, FL 33162

ARTICLE IX

The name and street address of the person signing these Articles of Incorporation are subscribed as follows:

Moses Ezekiel
152 N.E. 167th Street, Suite 100
N. Miami Beach, FL 33162

ARTICLE X

The Corporation existence of this Corporation shall begin the date the Articles of Incorporation are filed of record.

IN WITNESS WHEREOF, the undersigned, Moses Ezekiel, a natural person, competent to contract, have hereunto set his name seal this _____ day of _____, 1995.


Moses Ezekiel

1/20/95 (Seal)

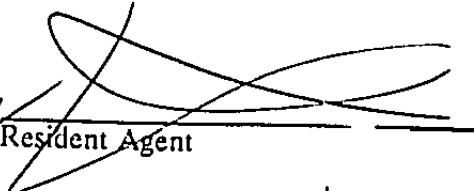
**CERTIFIED DESIGNATING PLACE OF BUSINESS OF DOMICILE
FOR THE SERVICE WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

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

FIRST: Swiss Watch International, Inc. desiring to organize under the Laws of the State of Florida with its principal office as described in the Articles of Incorporation, County of Dade, State of Florida, has appointed Moses Ezekiel, 152 N.E. 167th Street, Suite 100, North Miami Beach, FL 33162, as its agent to accept services of process with this State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated Corporation, at the place designed 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.

By 
Resident Agent

FILED
95 JAN 23 PM 1:04
TALLAHASSEE