

P 9500062061

JOHN DANIEL NYCE, P.A.
ATTORNEY AT LAW
COLONIAL BUILDING
4367 NORTH FEDERAL HIGHWAY
FT. LAUDERDALE, FLORIDA 33308

OFFICE USE ONLY

(30) 772-8222

SECRETARIAT OF STATE
CORPORATION DIVISION
1000 PENNSYLVANIA AVENUE
TALLAHASSEE, FLORIDA 32304
904/224-5000

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- Walk in Pick up time _____ Certified Copy
- Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

SECRETARIAT OF STATE
CORPORATION DIVISION
TALLAHASSEE, FLORIDA
95 AUG 10 PM 1:35

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MR. NYCE

AUTHORIZATION BY PHONE TO
CORRECT _____
DATE _____
DOC. FEE _____
GAVE _____
Reg. Office same
throughout

Examiner's Initials
NEW PROBT

ARTICLES OF ASSIGNMENT OF CORPORATE NAME

JOINT RESOLUTION OF CORPORATE DIRECTORS AND SHAREHOLDERS
(APPOINTMENT/ELECTION OF OFFICERS, DIRECTORS, REGISTERED AGENT)

PURSUANT TO FLORIDA STATUTES 607, the undersigned Directors and Shareholders of AIA Coin & Jewelry, Inc. (P95000029830) a Florida Corporation, license to do, and in doing business in the State of Florida, hereby say;

RESOLVED that the Board of Directors of said Corporation in compliance with said Statute, have notified all shareholders of the Special Meeting of Shareholders, which meeting was held on 8/4/95 at the law office of John Daniel Nyce, Esq., at 4367 N. Federal Hwy., Ft. Lauderdale, Florida, at 2:00 P.M. concerning the following; VOLUNTARY DISSOLUTION and ASSIGNMENT OF CORP. NAME.....

All officers and directors, and shareholders of said corporation met this date and voted affirmatively to dissolve this corporation, but first, approving the assignment of all rights, title, and interests in and to the name AIA COINS & JEWELRY, INC., to ROBERT B. LECCE, for an in consideration of Ten Dollars and other good and valuable consideration, forthwith.

Further at such meeting a majority of voting members were present and a vote was held and whereupon it was approved by vote and also by resolution of this Corporation, that the person nominated and elected to serve as officer or director, is as follows;

N/A

_____ (appointed/elected) to serve as _____
_____ to serve as _____
_____ to serve as _____
_____ to serve as _____
_____ to serve as REGISTERED AGENT.

The addresses of the aforesaid corporate officers and directors and registered agent;

SCOTT LAMBE
212 E. HEMINGWAY CIR.
MARGATE, FLA 33063

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TALLAHASSEE, FLORIDA

Further, it has been duly considered that the resignation of N/A as _____ of this Corporation, is duly accepted forthwith and entered in the Corporate records.

RESOLVED that the President shall pay all filing or amendment fees as required by the Secretary of State, Division of Corporations, to amend its records, or reinstate this Corporation in the event that it is inactive or dissolved involuntarily or otherwise.

Further in accordance with F.S. 607.181 (3), all of the Shareholders have

signed this joint resolution and were present at said election of Officers, manifesting their intentions that such resolution be adopted and approved as though Section 607.181 (1) Florida Statutes, has been met.

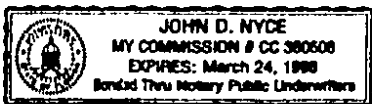
Signed and sealed this 4th day of August 1995
at Pt. Lauderdale, Florida, at the aforesaid law office.

Scott Lambe

State of Florida
County of Broward SS;

The foregoing instrument was acknowledged before me, this 4th
day of August 1995 by Scott Lambe who is/are personally known to me or have produced their drivers licenses as identification and who did take an oath.

my commission expires;



John Daniel Nyce
Notary Public
name; JOHN DANIEL NYCE

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

AIA COIN & JEWELRY, INC.

THE UNDERSIGNED persons, do hereby associate themselves together for the purposes of becoming a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of said state regulating the formation of corporations for profit.

ARTICLE I

NAME:

The name of the corporation shall be; AIA Coin & Jewelry, Inc.

ARTICLE II

DURATION:

This corporation shall have perpetual existence commencing on the date of filing of these Articles of Incorporation, by the office of the Secretary of State, for the State of Florida.

ARTICLE III

The general nature of the business to be transacted by this corporation, shall be as follows;

Wholesale and retail sale of coins, jewelry, precious metals, etc. ;
and;
to transact any and all lawful business for which corporations may be incorporated and utilized under the laws of the State of Florida. To do all acts and things necessary, convenient or expedient to carry out the purposes for which this Corporation was formed. To purchase subscribe for, or otherwise acquire and own, hold, use, sell, assign, transfer, import, export, mortgage, pledge, exchange or otherwise dispose of real property, and personal property of every kind and discription.

ARTICLE IV

CAPITAL STOCK

The amount of paid in capital with which this corporation shall begin business shall not be less than Five Hundred (\$500.00) Dollars, to be paid either in cash, merchandise, real estate, machinery or services as may be determined by the Board of Directors.

The maximum shares of stock that this corporation is authorized to have at any one time, is TEN THOUSAND (10,000) SHARES of common stock, having a par value of \$5.00 per share with voting power of one vote for each share of stock at all meetings of the stockholders.

ARTICLE V

RIGHTS UPON DISSOLUTION OR LIQUIDATION

In the event of any voluntary or involuntary liquidation, dissolution or winding down of the corporation, the assets of this corporation shall be payable to and distributed among the holders of record of the common stock.

ARTICLE VI

VOTING RIGHTS

Except as provided by law, the entire voting power of the shareholders, for all purposes, shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VII

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation, and the name of the registered agent of same, shall be;

CORPORATION OFFICE ADDRESS AIA Coin & Jewelry, Inc.
219 Commercial Blvd.
Lauderdale-By-The-Sea, Fla 33308

REGISTERED AGENT JOHN DANIEL NYCE, ESQ.
REGISTERED OFFICE: 4367 N. FEDERAL HWY
FT. LAUDERDALE, FL 33308

ARTICLE VIII

INCORPORATORS

The names and addresses of the incorporators of this corporation are;

Robert B. Lecce
6576 Via Regina - Boca Pointe
Boca Raton, Fla 33433

ARTICLE IX

OFFICERS

The business of this corporation, shall be conducted by a President and Secretary, and by a Board of Directors. Any of the said offices may be held by one and the same person, and any one of the Board of Directors may hold one of the offices listed therein. Until the first meeting of the shareholders herein provided for, and until their successors shall be duly elected and qualified, the business of the corporation shall be transacted by the following named officers, together with the after named Board of Directors, to wit;

PRESIDENT Robert B. Lecce

VICE PRESIDENT & SECRETARY - Brian Kunzmar
219 Commercial Blvd.
Lauderdale-by-the-Sea, Fla 33308

ARTICLE X

INITIAL BOARD OF DIRECTORS

This corporation shall have 1 director(s) initially. The number of directors, may be either increased or decreased from time to time by the By-laws, but never may be less than one (1). The names and addresses of the first board of directors, who subject to the provisions of these Articles of Incorporation, the By-laws, and general provisions of the laws of the State of Florida, shall hold office for the first year of the Corporation's existence or until his successor is duly elected and qualified, is;

DIRECTOR Robert B. Lecce
ADDRESS 6576 Via Regina
 Boca Pointe
 Boca Raton, Fla 33433

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ARTICLE XI

PROVISIONS FOR REGULATION OF BUSINESS AND CONDUCT OF AFFAIRS

CHANGES IN CAPITAL STOCK; In respect to the capital stock of this corporation, as provided for in Article IV herein, no further classes of stock shall be created and no additional stock shall be authorized, except upon the unanimous vote or

unanimous written consent of all of the subscribers of this corporation.

PRE-EMPTIVE RIGHTS: The holders of the common stock of this corporation, shall have the right to purchase at such time and upon such terms and conditions as shall be fixed by the Board of Directors, such of the shares of the common stock of the corporation, as may be authorized from time to time, in addition to the 1,000 shares of common stock authorized in these Articles of Incorporation.

Such pre-emptive rights, shall be exercised in the ratio which the number of shares held by each stockholder bears to the total number of shares outstanding.

RESTRICTIONS OF TRANSFER OF STOCK: The corporation may in its By-laws, or the shareholders may by unanimous agreement, impose restrictions on the transfer of shares of this corporation, and such restrictions may include the right of this corporation to purchase the stock from the estate of a deceased stockholder, provided however, that such restrictions or provisions in the By-laws to be effective, shall require, the approval of all stockholders at the time of adoption, and further, clear reference to any such restriction or provisions shall be typed or printed on each certificate of stock issued by this corporation.

SPECIFIC POWERS OF THE BOARD OF DIRECTORS; In addition to any powers conferred upon the board of directors elsewhere in these Articles, and the By-laws and the laws of the State of Florida, the Board of Directors is expressly authorized and empowered;

A. To conduct itself as a small business corporation as defined in Section 1244 (c)(2) of the Internal Revenue Code of 1954; its authorized to and shall adopt immediately, upon the filing of these Articles, a resolution adopting a plan to issue Section 1244 stock as defined in the Internal Revenue Code and Treasury Regulations thereunder.

B. To offer and sell shares of common stock of the corporation in such a manner that qualified shareholders may receive the benefits of Section 1244 of the Internal Revenue Code of the United States, as it now exists.

THE VALIDITY OF ACTIONS BY THE DIRECTORS AND SHAREHOLDERS: Any resolution of the Board of Directors or the stockholders, shall be valid and effective when reduced to writing and signed by all of the Directors. A resolution of the Board of Directors, or by all of the stockholders, is valid as though the meeting of the Directors or stockholders had been held, proper notice as required by law given, and the resolution was duly adopted.

ACTIONS BY DIRECTORS WITHOUT A MEETING; The directors of this corporation, may take action by written consent, without a meeting as provided by the laws of Florida.

OFFICER AND DIRECTOR INDEMNIFICATION: This corporation, shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

BY-LAWS; The power to adopt, alter, amend or repeal by-laws of this corporation shall be vested in the Board of Directors.

DIRECTOR COMPENSATION; The shareholders of this corporation, shall fix and have the authority to fix compensation of directors of this corporation.

MANAGEMENT OF THE CORPORATION: All corporate powers shall be exercised by or under the authority of the Board of Directors of this corporation, and the business affairs of this corporation shall be managed by a president and secretary under the direction of the Board of Directors.

TRANSACTIONS BY OFFICERS AND DIRECTORS: In the absence of fraud, no contract or other transaction between this corporation and any other person, firm, association, or corporation, shall be wholly or partially invalidated or otherwise affected by the fact that one or more directors of this corporation are or become directors of officers of such person, firm, association or corporation, or are pecuniarily or otherwise interested in such conduct or transaction, provided that said fact of membership or interest shall be known or fully disclosed to a majority of the Board of Directors of this corporation, throughout the duration of such contract or transaction; and such director of this corporation may be counted in determining the existence of a quorum at any meeting at which said contract or transaction shall be authorized or considered, and such director shall have full power to vote on the contract or transaction which shall be authorized or considered.

ARTICLE XII

AMENDMENTS

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 stock entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these articles of incorporation may be made.

THE UNDERSIGNED, being the original subscribers and incorporators of this corporation, do hereby certify that the following constitutes the pro-

posed articles of incorporation of the corporation named herein, and we hereby declare and certify that the foregoing facts are true and correct.

Robert B. Lecce
Incorporator Robert B. Lecce

Incorporator

State of Florida)
County of Broward) SS:

BEFORE ME, a notary public, authorized to take acknowledgments in the County and State set forth above, personally appeared Robert B. Lecce who is personally known to me, or who has produced his/their drivers license(s) as identification, and he/they acknowledged before me, that he executed these articles of incorporation.

IN WITNESS WHEREOF, I have affixed my hand and official seal, in the State of Florida, County of Broward, this 4th day of August 1995

my commission expires;

John Daniel Nyce
Notary Public

John Daniel Nyce



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
DOMICILE FOR THE PURPOSE OF SERVICE OF PROCESS WITHIN
THE STATE OF FLORIDA NAMING AGENT UPON WHOM SERVICE
MAY BE MADE

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED;

BE IT KNOWN, that the herein named corporation, desiring to
organize or qualify under the laws of the State of Florida, with its prin-
cipal place of business at the city named herein, has named the undersigned
as its agent to accept service of process within Florida;

CORPORATION: AIA Coin & Jewelry, Inc.

ADDRESS 219 Commercial Blvd.
Lauderdale-by-the Sea, Fla. 33308

REGISTERED AGENT John Daniel Nyce, Esq
ADDRESS 4367 N. Federal Hwy.
Ft. Lauderdale, Fla 33308

BY Robert B. Lecce
Robert B. Lecce President

Date 8/4/95

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named to accept service of process for the above named
corporation, at the place designated in this certificate, I hereby agree to act
in this capacity, and I further agree to comply with the provisions of all stat-
utes relative to the proper and complete performance of my duties.

BY John Daniel Nyce
Registered Agent

Date 8/4/95

JOHN DANIEL NYCE