

P95000070290

August 14, 1995

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

8000001580788
-00708795--01079--001
****122.50 ****122.50

Re: National Academy Of Fine Jewelry Design, Inc.

Gentlemen:

Enclosed herewith are the Articles of Incorporation together with a copy of said Articles for National Academy Of Fine Jewelry Design, Inc. and my check in the amount of \$122.50 covering various fees.

Respectfully submitted,

Sheri Kesten

Sheri Kesten
National Academy Of Fine Jewelry Design, Inc.

FILED
95 SEP -8 AM 8:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


CORPORATION
1400 East Newport Center Drive
Suite 202
Orlando Beach, Florida 32842

SEP 13 1995

895A000042054

ARTICLES OF INCORPORATION
OF
NATIONAL ACADEMY OF FINE JEWELRY DESIGN, INC.

FILED
95 SEP -8 AM 8:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I

The name and initial address of this corporation shall be: National Academy Of Fine Jewelry Design, Inc. ,5601 nw 88th terrace, Coral Springs, Florida 33067.

ARTICLE II

This corporation may engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE III

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at any one time is ONE THOUSAND (1000) shares of common stock, having a par value of ONE (\$1.00) DOLLAR PER SHARE.

ARTICLE IV

This corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE V

The initial registered office of this corporation shall be at 5601 nw 88th terrace, Coral Springs, Florida 33067, with the privilege of having its offices and branch offices at other places within or without the State of Florida. The initial registered agent at the address shall be Sheri Kesten.

ARTICLE VI

This corporation shall have at least one director, with the exact number to be specified by the stockholders from time to time unless the stockholders shall, by a majority vote thereafter, determine that the corporation be managed by the stockholders.

ARTICLE VII

The name and address of the first director of the corporation, who shall hold office for the first year or until their successors are duly elected and qualified shall be:

Sheri Kesten
5601 nw 88th terrace
Coral Springs, Florida 33067

ARTICLE VIII

The name and address of the incorporator is Sheri Kesten, 5601 nw 88th terrace, Coral Springs, Florida 33067.

ARTICLE IX

No contract or other transaction between this corporation and any other corporation, and no act of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such other corporation who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction with like force and effect as if he were not such a director or officer of such other corporation, or not so interested.

ARTICLE X

The private property of the stockholders shall not be subject to payment of the corporate debts in any extent.

ARTICLE XI

This corporation shall indemnify and insure its officers and directors to the fullest extent permitted by law either now or hereafter.

IN WITNESS WHEREOF, I, the undersigned, being the incorporator hereinbefore named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 1 day of Sept, 1995

Sheri Kesten
Sheri Kesten

STATE OF FLORIDA)
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared Sheri Kesten, to me known to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same freely and voluntarily for the purpose therein expressed.

WITNESS my hand and official seal this 1 day of Sept 1995.

J. D. Knaepen
Notary Public,
State of Florida

My commission expires:

J D KNAEPEN
STATE OF FLORIDA
My Comm Exp 3/23/96
COMM NBR CC188598

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:

FIRST: That National Academy Of Fine Jewelry Design, Inc., desiring to organize under the Laws of the State of Florida with its principal office as indicated in the Articles of Incorporation, in the City of Coral Springs, County of Broward, State of Florida, has named Sheri Kesten, located at 5601 nw 88th terrace, Coral Springs, Florida 33067, as its agent to accept services of process within this state.

ACKNOWLEDGMENT

Having been named to accept services of process for the above stated corporation, at the 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.

Sheri Kesten
Sheri Kesten
Registered Agent

DATED: This 1 day of Sept, 1995.

FILED
95 SEP -8 AM 8:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P95000070290

Academy of Fine Jewelry Design

Sheri Kesten
5601 NW 88th Terrace
Coral Springs, FL 33067

Telephone (305) 300-0101
Fax (305) 300-0020

Florida Department of State
Attn: New Filings Section
PO Box 6327
Tallahassee, FL 32314

To whom it may concern:

Please change the following on my Articles of Incorporation:

WAS: National Academy of Fine Jewelry Design
14 E. Newport Center Drive, Ste 202
Deerfield Beach, FL 33442

400001637544
-11/15/95--01107--020
*****87.50 *****87.50

CHG TO: Academy of Fine Jewelry Design
Attn: Sheri Kesten
5601 NW 88th Terrace
Coral Springs, FL 33067

I will be at the new address effective 9/1/95. Thank you in advance for your attention to this matter.

Sincerely,

Sheri Kesten

Sheri Kesten

SK/jk

SECRETARY
DIVISION
95 NOV 13 AM 11:24

AC

NOV 13 1995



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 2, 1995

ACADEMY OF FINE JEWELRY DESIGN
ATTN: SHERI KESTEN
5601 NW 88TH TERRACE
CORAL SPRINGS, FL 33067

SUBJECT: NATIONAL ACADEMY OF FINE JEWELRY DESIGN, INC.
Ref. Number: P95000070290

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

Amendments for Florida profit corporations are filed in compliance with section 607.1006, Florida Statutes. Please see the enclosed information.

The fee to file articles of amendment is \$35. For each certified copy requested, please add an additional \$52.50.

If you have any questions concerning this matter, please either respond in writing or call (904) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 195A00044736

RECEIVED
95 NOV - 8 PM 1:36
DIVISION OF CORPORATIONS

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

NATIONAL Academy of Fine
Jewelry Design, Inc.
(present name)

95 NOV 13 11:24

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(Indicate article number(s) being amended, added or deleted)*

ARTICLE 1 is being AMENDED
to reflect the new name of
the corporation: The Academy of
Fine Jewelry Design, Inc.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: 11/01/95

FOURTH: Adoption of Amendment(s) (check one)

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____."
(voting group)

- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 6th day of November, 1995.

Signature

Sheri Koston

(By the Chairman or Vice Chairman of the Board of Directors,
President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Sheri Koston

Typed or printed name

PRES

Title