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5/28/96

Alex Kurkin

Repositors Name

2701 lejeury Road 11=350

Address

Dray Galdes P. 33134

City State RP Phane

6901-1114 2610P

CORPORATION(S) NAME

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SETAN OF STATE
ALAHASSEE, FLORID.

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Keliance Inc. Profit NonProfit) Amendment () Merger) Foreign) Dissolution () Mark) Limited Partnership) Annual Report () Other) Reinstatement) Reservation) Change of Registered Agent **Certified Copy**) Photo Copies () Certificate Under Seal \$ HAY \$9 AH 10: 27) Call When Ready () Call If Problem () After 4:30 J Walk In () Will Walt Pick Up () Mall Out CORPORATION Neme Availability Document Enaminer Undater CERTEILD COPY Verlier

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MAY 2 9 1996

CR2E031 (R8-85)

Acknowledgment

W.P. Verifier

Articles of Incorporation of Reliance Jewelry Services, Inc.

ARTICLE

The name of this corporation is Reliance Jewelry Services, Inc.

ARTICLE II

The term for which this corporation shall exist shall be perpetual.

95 MAY 29 AH II: 46
SECRETARY OF STATE
TALLAHASSEE, FLORD

ARTICLE III

The general nature of the business or businesses to be transacted by said corporation shall be as follows:

To manufacture, sell, resell, import and export and transport jewelry (including gems, stones, precious metals, etc.).

To provide financing to individuals and entities.

To provide mortgages and loans on real and personal property.

To purchase, acquire, hold, improve, sell, convey, assign, lease, mortgage, encumber, hire and deal in real and personal property of every name and nature.

To own, lease, rent, operate and manage hotels, apartment houses, restaurants, taverns, bars, drug stores, barber shops, garages for motor vehicles, manufacturing plants, distribution and assembly plants, laundry and dry cleaning services, newsstands, dance halls, theaters and other places of public entertainment.

PACIE 2

To own, lease, use, experiment in, buy, sell, and develop patents and patent rights of all kinds and for items, objects, products, mechanisms, and goods of all kinds and nature, and to deal in, manufacture, distribute and sell and buy, such patents and patent rights and such other items, objects, products, mechanisms and goods, and to enter into contracts for the purchase, sale, disposition and traffic in same, both as principal and as agent.

To buy, sell, trade, manufacture, assemble, and deal in and with goods, wares and merchandise of every kind and nature; to carry on such business as wholesaler, retailer, importer, and exporter, to acquire all such merchandise, supplies, materials and other articles as shall be necessary or incidental to such business.

ARTICLE IV

The corporation is authorized to issue 10,000 shares of \$i.00 par value common stock, which shares shall be designated "Common Stock".

ARTICLE V

The Board of Directors shall have the power to adopt, alter, amend or repeal the Bylaws of the corporation.

ARTICLE VI

The principal place of business of this corporation shall be: 9124 Collins Avenue, # 301, Surfside, FL 33154.

RELIANCE JEWELRY SERVICES, INC. ARTICLES OF INC. PAGE 3

The name of the initial registered agent of this corporation is: Alex Kurkin, Esq.

The address of the initial registered agent is: 2701 Le Jeune Road, Suite 350, Coral Gables, Florida 33134-5821.

ARTICLE VII

This corporation shall initially have as directors those persons who are designated below in this Article. The number of directors may be increased or decreased from time to time by the Bylaws, but shall never be less than one (1), nor more than nine (9). The name(s) and address(es) of the initial director(s) of this corporation is/are;

Jeri Mitrani

9124 Collins Avenue, # 301

Surfside, FL 33154

Robert Kopel

9124 Collins Avenue, # 301

Surfside, FL 33154

ARTICLE VIII

The names and addresses of the officers who are to conduct the business of this corporation until those elected at the first election are as follows:

President/Secretary

Jeri Mitrani

9124 Collins Avenue, #301

Surfside, FL 33154

Vice-President/Treasurer

Robert Kopel

9124 Collins Avenue, #301

Surfside, FL 33154

ARTICLE IX

The name and address of the person signing these Articles is: Jeri Mitrani, 9124 Collins Avenue, # 301, Surfside, FL 33154.

ARTICLE X

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

ARTICLE XI

The shareholders of this corporation shall have the right to dissent from any corporate actions from which shareholders are entitled to dissent under the Florida General Corporation Act.

ARTICLE XII

Members of the Board of Directors may participate in meetings of the Board of Directors by means of telephone conference as provided by law.

ARTICLE XIII

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XIV

The shares of the corporation may be issued pursuant to the provisions of Section 1244 of the Internal Revenue Code in order that the shareholders of the corporation may receive the benefits thereunder,

My commission expires:



ALEX KURKIN My Commission CC359428 Expires Mar. 27, 1998 Bonded by HAI 800-428-1558

Notary Public, State of Florida

In compliance with § 48.09l, Fla.Stat., the following is submitted:

RELIANCE JEWELRY SERVICES, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business located at 9124 Collins Avenue, # 301, Surfside, FL 33154, has named Alex Kurkin, Esq., located at 2701 Le Jeune Road, Suite 350, Coral Gables, Florida 33134-5821 as its agent to accept service of process within the State of Florida.

Signature:

President/Secretary

Having been named to accept service of process for the above stated 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 statutes relative to the order and complete performance of my duties.

Signature:

Registered Agent