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12/03/96 FLORIDA DIVISION OF CORPORATIONS 8:49 AM
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TO: DIVISION OF CORPORATIONS FAX #: (904)922-4001

FROM: FAS-T CORP. AGENTS, INC. ACCT#: 071001002335
CONTACT: LIDIA FERNANDEZ
PHONE: (305)599-0039 FAX #: (305)716-0346

NAME: KENDALE JEWERLY, INC.
AUDIT NUMBER......H96000016918
DOC TYPE..........FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..1 PAGES....... 4
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TALLAHASSEE, FLORIDA

12/4/96

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 3, 1996

FAST-T CORP. AGENTS, INC.

,

SUBJECT: KENDALE JEWERLY, INC.
REF: W96000025274

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

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If you have any questions concerning the filing of your document, please call (904) 487-6915.

Pamela Hall
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

# ARTICLES OF CORPORATION

## KENDALE JEWERLY, INC.

We the undersigned, in order to form a corporation under and pursuant to the provisions of the Law of Florida for the purposes set forth below, hereby subscribed to these Articles of Incorporation.

I

The Name of the Corporation shall be:

**KENDALE JEWERLY, INC.**

The purpose and general nature of the business to be conducted and transacted by the corporation shall be as follows:

A. To do and transact any and all business as permitted under the laws of the State of Florida and the United States of America.

B. To purchase for investment and resale, and to traffic in land, property, houses and buildings and other property of any nature. To create, sell, and deal in freehold of land or houses or other property. to deal in any manner with real and personal property.

C. To draw, make, accept, endorse, discount, execute, and issue promissory notes, bills of exchange, and other negotiable instruments, including bonds, debentures, or other obligations of this corporation, wether secured by mortgage pledge, or otherwise, or unsecured, for money borrowed, or in payment for property purchased or acquired, or for other lawful objects.

D. To guarantee, purchases, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of the shares of capital stock, or any bonds, securities, or other evidences of stock, or any bonds, securities, or other evidences of indebtedness, created by any corporation and while owner of such stock or evidences of indebtedness, to exercise all of the rights, powers and privileges of ownership the right to vote according to the right of said instruments and agreements.

E. To purchase, hold, shell and transfer shares of its own capital stock: subject, however, to such limitations as may be provided law; and provided further, that shares of its own capital stock owned by the corporation shall not be voted upon directly nor counted as outstanding for the purpose of any stockholder's quorum vote.

Prepared By: Dalia Perez
15154 S.W. 72nd Street
Miami, Florida 33193
(305) 380 - 6661

Without limiting any of the purposes, power and objects of this corporation, it is expressly declared and provided that this corporation shall have power in carrying on its own business, or for the purpose of accomplishment of any of the purposes or attainments of the objects herein above specified to make and perform contracts of any kind and description and to do any and all other acts and things, and to exercise any and all powers, either as principal, agent or broker, conferred by the Laws of Florida upon corporations, and which a partnership or natural person could do and exercise, and which now or hereafter my be authorized by law.

III

The number of shares of stock that this corporation is authorized to save outstanding at any time is 100 shares of $ 1.00 par values.

IV

The Amount of capital with which this corporation shall begin business shall be $100.00

V

The existence of this corporation shall be perpetual.

VI

The principal office of this corporation shall be located at:
15154 S.W. 72nd Street
Miami, Florida 33193

VII

The Board of Directors of this corporation shall consist of not less than one (1) and or more than five (5) members.

VIII

The name and address of the first Board of Directors, who shall, subject to these articles of Incorporation, By-laws, and the laws of Florida, hold office for the first year of the corporation's existence, or until their successors shall have been elected and qualified, is (are) as follows.

Dalia Perez 15154 S.W. 72nd Street
Miami, Florida 33193

IX

The registered agent and the registered office for this corporation is:

Dalia Perez
15154 S.W. 72nd Street
Miami, Florida 33193

X

The name of the subscriber (s) to these Articles of Incorporation is Dalia Perez. -------
The total agregate amount of shares each agrees to take shall be: One Hundred shares at $1.00 par value for a total amount of $100.00. The address shall be:

15154 S.W. 72nd Street
Miami, Florida 33193

XI

The officer (s) of the corporation until the first meeting of the corporation Board of directors, or until successors are elected, shall be:

DALIA PEREZ PRESIDENT, SECRETARY & TREASURER

XII

This corporation shall be initially governed by the stockholders, notwithstanding other provisions of these Articles of Incorporation. At the discretion of the initial sole stockholder, or when there are two or more stockholders owning stocks in the corporation, at a meeting held for that purpose stockholders may elect to operate with a Board of Directors and officers as provided elsewhere in these Articles of Incorporation. At such time there shall be elected a minimum of one director who shall hold their successors are elected or appointed and have qualified. the Stockholders shall also elect such person (s) to fill the offices of; President, Vice-President, Secretary and Treasurer and such other officers as are permitted by the By-Laws of the corporation. The officers shall serve for one year after their election or until their successors are elected or appointed and have qualified. The manner and form of electing or appointing officers and directors shall be set out in the By-Laws.

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XIII

ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT

Having been made initial Registered Agent to accept service of process of the corporation at the initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of the law pertaining thereto

Dalia Perez

DALIA PEREZ

IN WITNESS WHEREOF, we have hereunto made, subscribed and acknowledge these Articles of Incorporation.

Dalia Perez

DALIA PEREZ

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA ]
COUNTY OF DADE ]

BEFORE ME, The undersigned authority did personally appeared the persons known by me to be, Dalia Perez, who after being duly sworn, acknowledge the foregoing to be their act and deed.

WITNESS my hand and seal this 2 day of December, 1996 .

My Commission Expires:

A. SOLANO
MY COMMISSION # CC [illegible]
EXPIRES: January 1, 1997
Bonded Thru Notary Public Underwriters

NOTARY PUBLIC, STATE OF FLORIDA.



H96000016918

Charter Number Only

P96000097921

THE SOLANO GROUP, P.A.
782 NW LE JEUNE RD., SUITE 437
MIAMI, FL 33126

Requestor's Name

Address

(305) 441-2606

City State ZIP Phone

V A L I D A T I O N O N L Y

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TALLAHASSEE, FLORIDA

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*****35.00 *****35.00

KENDALE JEWERLY, INC

(✓) Profit
( ) NonProfit
( ) REINSTATEMENT
(✓) Amendment
( ) RESIGNATION
( ) Merger

( ) Foreign
( ) Dissolution
( ) Alien Business Organization

( ) Limited Partnership
( ) Other:
( ) Change of Registered Agent
( ) REGISTRATION
( ) SEARCH OF RECORDS

( ) Certified Copy
( ) Photo Copies
( ) Certificate Under Seal

( ) Walk In
( ) Will Wait
( ) Pick Up
(✓) Mail Out to

THE SOLANO GROUP, P.A.
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MIAMI, FL 33126

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CR2E051 (9-86)

# ARTICLES OF AMENDMENT

# TO

# ARTICLES OF INCORPORATION

# OF

KENDALE JEWERLY, INC

(present name)

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TALLAHASSEE FLORIDA

*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. To be amended.
The new name of Corporation will be as follows:
KENDALE JEWELRY, 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:

N/A

**THIRD:** The date of each amendment's adoption: December 05, 1996.

**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.

(continued)

Signed this 05 day of DECEMBER, 1996.

Signature [signature]

(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)

DALIA PEREZ

Typed or printed name

CHAIRMAN OF THE BOARD OF DIRECTORS

Title