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September 1st, 1999

EFFECTIVE DATE
10-1-99

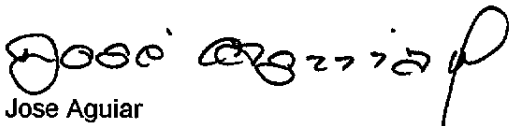
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*****70.00 *****70.00

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL 32314

JOSÉ AGUIAR
6937 S.W. 115 PL. - UNIT H
MIAMI, FLORIDA 33173

Enclosed are the Articles of Incorporation of Silver Works Corporation, a new corporation.
Also, please find a check for \$70.00 to cover the filing fees.

Sincerely


Jose Aguiar
Secretary

FILED
99 SEP 10 PM 12: 04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

GALLON CASE SEP 16 1999

EFFECTIVE DATE
10-1-99

ARTICLES OF INCORPORATION

OF

SILVER WORKS CORPORATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 SEP 10 PM 12: 04

FILED

ARTICLE I - NAME

The name of this corporation is: **SILVER WORKS CORPORATION**

ARTICLE II - DURATION

This corporation is to have perpetual existence commencing **October 1, 1999**

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful, including the import and export, purchase, wholesale and retail sale of sterling silver.

ARTICLE IV CAPITAL STOCK

This corporation is authorized to issue 100 shares of One Dollar (\$1.00) par value common stock. The whole or any part of the capital stock of this corporation shall be payable in lawful money of the United States of America or property, labor or services at a valuation to be fixed by the Director.

ARTICLE V INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is : **6937 SW 115th Place, Unit H, Miami, FL 33173**, and the name and address of the initial registered agent is **Jose Aguiar** , at **6937 SW 115th Place, Unit H, Miami, FL 33173**.

ARTICLE VI INITIAL BOARD OF DIRECTORS

This Corporation shall have three directors initially. The number of directors may be increased by the By-Laws to seven directors, but shall never be less than one. The name and address of the initial director of this corporation are:

Ruben Simoes, President
Claudio Campos, Vice-President/Treasurer
Jose Aguiar, Secretary

All directors have same address: **6937 SW 115th Place, Unit H, Miami, FL 33173**.

ARTICLE VII INITIAL SUBSCRIBERS OF THE STOCK

The name and post office address of each subscriber and the number of shares of stock which each agrees to take are as follows, all the proceeds of which will amount to at least \$ 500.00.

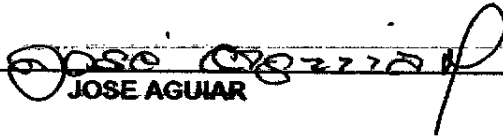
Ruben Simoes	\$ 250.00	Claudio Campos	\$ 250.00
6937 SW 115th Place	50 Shares		50 Shares
Miami, FL 33173			

ARTICLE VIII INCORPORATION

The name and address of the incorporator is:

Jose Aguiar 6937 SW 115th Place, Unit H, Miami, FL 33173

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 1st day of September, 1999


JOSE AGUIAR

STATE OF FLORIDA
:SS:
COUNTY OF MIAMI-DADE:

BEFORE ME, A Notary Public authorized to take acknowledgments personally appeared Jose Aguiar, known to me and known by me to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this

1st day of September, 1999


Notary Public, State of Florida

My commission expires:



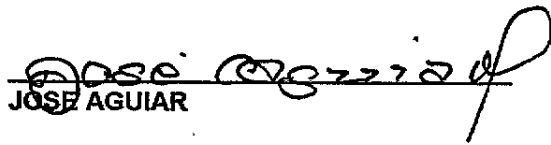
ROBERTO I. FERNANDEZ
My Comm Exp. 8/08/00
Bonded By Service Inc
No. CC574888

Personally Known Other I.D.

ACCEPTANCE OF REGISTERED AGENT

The undersigned, Jose Aguiar, 6937 SW 115th Place, Unit H, Miami, FL, 33173,
hereby is familiar and accepts the duties and responsibilities as
Registered Agent for Silver Works Corporation.

Dated **September 1st, 1999**


JOSE AGUIAR

FILED
99 SEP 10 PM 12:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA