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Account Number : I20000000195
Phone : (850) 521-1000
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05 JUN 20 09 11:13:07

FOREIGN PROFIT QUALIFICATION

K. GOLDSCHMIDT JEWELERS, INC.

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|-----------------------|---------|
| Certificate of Status | 0 |
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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. K. GOLDSCHMIDT JEWELERS, INC. (Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. NEW YORK (State or country under the law of which it is incorporated) 3. (FBI number, if applicable)

4. JANUARY 11, 1963 (Date of incorporation) 5. PERPETUAL (Duration: Year corp. will cease to exist or "perpetual")

6. N/A (Date first transacted business in Florida, if prior to registration) (SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 2385 Executive Center Drive, Suite 100, Boca Raton, Florida 33431 (Principal office address)

2385 Executive Center Drive, Suite 100, Boca Raton, Florida 33431 (Current mailing address)

8. MANUFACTURE AND SALE OF JEWELRY AND RELATED ITEMS (Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Richard Goldschmidt

Office Address: 2385 Executive Center Dr., STE 100

Boca Raton, Florida 33431 (City) (Zip code)

10. Registered agent's acceptance: Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

[Handwritten signature]

(Registered agent's signature)

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11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

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A. DIRECTORS

Chairman: RICHARD GOLDSCHMIDT
Address: 57 Foxhurst Road
Oceanside, NY 11572

Vice Chairman: _____
Address: _____

Director: _____
Address: _____

Director: _____
Address: _____

B. OFFICERS

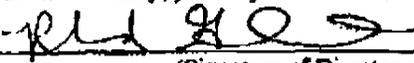
President: RICHARD GOLDSCHMIDT
Address: 57 Foxhurst Road, Oceanside, NY 11572

Vice President: RICHARD GOLDSCHMIDT
Address: 57 Foxhurst Road, Oceanside, NY 11572

Secretary: RICHARD GOLDSCHMIDT
Address: 57 Foxhurst Road, Oceanside, NY 11572

Treasurer: RICHARD GOLDSCHMIDT
Address: 57 Foxhurst Road, Oceanside, NY 11572

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.  PRESIDENT
(Signature of Director or Officer listed in number 12 of the application)

14. RICHARD GOLDSCHMIDT, PRESIDENT
(Typed or printed name and capacity of person signing application)

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**State of New York
Department of State } ss:**

I hereby certify, that the Certificate of Incorporation of K. GOLDSCHMIDT JEWELERS, INC. was filed on 01/11/1963, fixing the duration as perpetual, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is an existing corporation.



Witness my hand and the official seal of the Department of State at the City of Albany, this 28th day of June two thousand and five.

Secretary of State