EAPITAL CONNECTION, INC.

\$17 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

L01000001115

Goodkin Fine Watches + Jewelry, L	7000047144673 -12/07/0101053005 ****155.00 ****155.00
Signature Requested by: 12/7/01 11:55 Name Date Time Walk-In Will Pick Up	Art of Inc. File LTD Partnership File Foreign Corp. File L.C. File Fictitious Name File Trade/Service Mark Merger File RA Resignation Dissolution / Withdrawa Annual Report / Reinstatement Cert. Copy Photo Copy Certificate of Good Standing Certificate of Fictitious Name Corp Record Search Officer Search Fictitious Owner Search Driving Record UCC 1 or 3 File UCC 11 Search UCC 11 Retrieval Courier
174 Ponder's Printing - Thomasville, GA 8/00	

ARTICLES OF INCORPORATION

ARTICLE I - NAME

The name of the Limited Liability Company is:

P. Goodkin Fine Watches & Jewelry, LLC

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is:

P. Goodkin Fine Watches & Jewelry, LLC The Breakers, South County Road Palm Beach, Florida

ARTICLE III - Registered Agent, Registered Office and Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

Leif J. Grazi 217 East Ocean Boulevard Stuart, Florida 34994

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, FS

Registered Agent's Signature

ARTICLE IV - Management (Check box if applicable)

The Limited Liability Company is to be managed by one manager or more managers and therefore a manager-managed company.

Signature of a member or an authorized representative of a member

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)