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Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850) 922-4001

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

CORRECTION
3-28-00
11:45AM

FLORIDA PROFIT CORPORATION OR P.A.

INGRAM MICRO GOLD, INC.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

FILED
2000 MAR 28 PM 6:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OK 3/28

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MAR-28-2000 12:59

EMPIRE CORPORATE KIT

2000 MAR 28 PM 6:07

P.02/04

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H000000013284

ARTICLES OF INCORPORATION

OF

INGRAM MICRO GOLD, INC.

The undersigned hereby petition for the formation of a corporation under the laws of the State of Florida, with and under the following Charter:

ARTICLE I

The name of the corporation shall be:

INGRAM MICRO GOLD, INC.

ARTICLE II

The general nature of the business to be transacted shall be sales and repairs of jewelry and or otherwise engage in any activity or business permitted under the laws of the United States of America and this State.

ARTICLE III

The capital stock of this corporation shall consist of 1000 shares of common stock of \$1.00 par value each, all or part of said stock to be issued from time to time as may be determined by the Board of Directors. On dissolution or liquidation of the corporation the holders of the stock shall be entitled to distribution rateable as their holdings may appear upon the stock record of the corporation.

ARTICLE IV

This corporation shall have perpetual existence.

ARTICLE V

The business and property of this corporation shall be managed by a Board of Directors consisting of one (1) or more members, as may be provided By-laws.

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GERALD T. ENGEL, ESQ.
901 N. W. 22ND AVENUE
MIAMI, FL 33125
(305) 649-7344

FL. BAR NO.: 694-290

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The names and post office addresses of the first Board of Directors of this corporation, who, subject to the provisions of this Certificate, the By-laws of this corporation, and the laws of the State of Florida, shall hold office for the first year of this corporation's existence or until their successors are elected and have qualified, are as follows:

Residing at: MICHAEL PROBIAS
1829 N. W. 15TH STREET
MIAMI, FL 33125

President

ARTICLE VII

The Registered Agent for the purpose of complying with Florida law shall be MICHAEL PROBIAS and the registered agent's office of this corporation shall be 1829 N. W. 15TH STREET, MIAMI, FL 33125.

ARTICLE VIII

The post office address of the principal office of this corporation until otherwise determined by the stockholders or the Board of Directors shall be 1829 N. W. 15TH STREET, MIAMI, FL 33125 and branch offices may be maintained at such places in the State of Florida, and in the United States of America and in foreign countries as may from time to time be authorized by the stockholders or Board of directors of this Corporation.

ARTICLE IX

The name and post office address of the Subscriber of this Certificate of Incorporation and the number of shares of the capital stock of this corporation subscribed by the said Subscriber of this Certificate of Incorporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>NO. OF SHARES</u>
MICHAEL PROBIAS	1829 N. W. 15TH STREET MIAMI, FL 33125	1000

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ARTICLE X

SECRETARY OF STATE 04/04
TALLAHASSEE, FLORIDA

The regulations of the conduct of the affairs of this corporation, the issuance of certificate of capital stock of this corporation, the voting rights of the holders of the shares of the capital stock of this corporation, are vested in the shareholders.

IN WITNESS WHEREOF, the undersigned Subscriber has hereunto set their hand and seal in the City of Miami, County of Dade, State of Florida, this 24th day of March, 2000.

SWORN TO AND SUBSCRIBED before me on this 24th day of March, 2000.

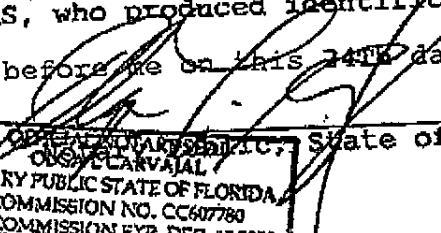

MICHAEL PROBIAS, PRESIDENT

STATE OF FLORIDA)
) SS
COUNTY OF DADE)

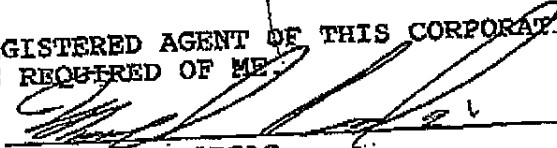
I HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, MICHAEL PROBIAS, known to be the person who executed the foregoing Certificate of Incorporation of INGRAM MICRO GOLD, INC., and he acknowledged before me that he has executed the same for the purpose therein set forth. The foregoing instrument was acknowledged before me by MICHAEL PROBIAS, who produced identification.

SWORN TO AND SUBSCRIBED before me on this 24th day of March, 2000.

MY COMMISSION EXPIRES:


OSCAR CARVALHAL, State of Florida
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC607780
MY COMMISSION EXP. DEC. 15, 2000

I ACCEPT DESIGNATION AS REGISTERED AGENT OF THIS CORPORATION AND I AM FAMILIAR WITH THE DUTIES REQUIRED OF ME.


MICHAEL PROBIAS

Prepared by: GERALD T. ENGEL, ESQ.
901 N. W. 22ND AVENUE
MIAMI, FL 33125
(305) 649-7344

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