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FLORIDA PROFIT CORPORATION OR P.A.

CHALLY JEWELRY, INC.

Certificate of Status	0
Certified Copy	1
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ARTICLES OF INCORPORATION
OF
CHALLY JEWELRY, Inc.

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE I: NAME

The name of the Corporation shall be: CHALLY JEWELRY, Inc.

ARTICLE II: PURPOSE

The principal nature and purposes for which this corporation is organized is the running of a jewelry store business but the corporation shall be permitted to engage in any legally permitted activity.

Articles Prepared by:

Humberto Cancio, Jr., Esq.
Lopez Aguiar and Cancio, P.A.
2300 Coral Way
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Articles of Incorporation
Chally Jewelry, Inc... page 2

ARTICLE III: SHARES

The number of shares of stock that this corporation is authorized to have issued at any one time is
Seven Thousand (7,000) one dollar par value.

ARTICLE IV: INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Nazario Rodriguez

1734 J K Causeway 79th Street
North Bay Village, Florida 33141

ARTICLE V: INCORPORATORS

The names and street addresses of the incorporators to these Articles of Incorporation are:

Nazario Rodriguez

1734 J K Causeway 79th Street
North Bay Village, Florida 33141

Articles prepared by:

Humberto Cancio, Jr., Esq.
2300 Coral Way,
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Articles of Incorporation
Chally Jewelry, Inc... page 3

ARTICLE VI: ADDRESS OF CORPORATION'S FIRST PLACE OF BUSINESS

The first address of the corporation shall be 1734 J K Causeway 79th Street, North Bay Village, Florida 33141

ARTICLE VII: BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the Bylaws adopted by the Stockholders, but shall never be less than one.

ARTICLE VIII: INITIAL MEMBERS OF THE BOARD OF DIRECTORS

The names of the members of the initial Board of Directors of this Corporation and their street addresses are as follows:

Nazario Rodriguez

1734 J K Causeway 79th Street
North Bay Village, Florida 33141

Articles Prepared by:

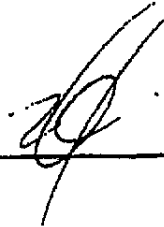
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Articles of Incorporation
Chally Jewelry, Inc... page 4

The undersigned incorporators have executed these Articles of Incorporation this 17th Day of
April, 2000.


_____**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT**

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in these articles, 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.



Nazario Rodriguez**Articles Prepared by:**

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