



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 702094 8657A

AUTHORIZATION

Patricia Pujols

COST LIMIT : \$ 78.75

FILED

00 MAY 18 PM 3:43

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : May 18, 2000

ORDER TIME : 11:10 AM

ORDER NO. : 702094-005

CUSTOMER NO: 8657A

800003257668--0

CUSTOMER: Ms. Stephanie O'dell
RAMSEY W. DULIN, ESQ
RAMSEY W. DULIN, ESQ
201 S. Orange Avenue, Ste 1090
Signature Plaza
Orlando, FL 32801

DOMESTIC FILING

NAME:

JOHN NICOLE INC.
JEWEL TYME, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

EXAMINER'S INITIALS:

RECEIVED
00 MAY 18 PM 12:24
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RA 5/18/00

WAG-13007



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 18, 2000

CSC

TALLAHASSEE, FL

SUBJECT: JEWEL TYME, INC.
Ref. Number: W00000013007

RESUBMIT
Please give original
submission and as file data.

We have received your document for JEWEL TYME, INC. and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6933.

Teresa Brown
Corporate Specialist

Letter Number: 800A00028384

RECEIVED
00 MAY 19 PM 2:20
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
00 MAY 18 PM 3:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
JOHN NICOLE, INC.**

The undersigned, for purposes of forming a corporation under the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

**ARTICLE I
NAME**

The name of the corporation shall be JOHN NICOLE, INC.

**ARTICLE II
DURATION**

The term of existence of the corporation is perpetual.

**ARTICLE III
PURPOSE**

The purposes of the corporation are:

(a) To engage in the business of the establishment and operation of jewelry businesses, to engage in the sale and purchase of jewelry and related items, wholesale and/or retail, and to engage in any other related activities.

(b) To engage in and to transact any and all lawful business for which a corporation may be incorporated under the laws of the State of Florida.

**ARTICLE IV
CAPITAL STOCK**

The aggregate number of shares which the corporation has authority to issue is one thousand (1000) shares, all of which shall be common shares with a par value of one dollar (\$1.00).

**ARTICLE V
REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the initial registered office of the corporation is 201 E. Pine Street, Suite 425, Orlando, Florida 32801. The name of the initial registered agent at such address is Ramsey W. Dulin.

**ARTICLE VI
PRINCIPAL PLACE OF BUSINESS**

The initial principal place of business of the corporation shall be 362 Commerce Way, Suite 116, Longwood, Florida 32750, until otherwise designated by the corporation.

**ARTICLE VII
DIRECTORS**

The Board of Directors of the corporation shall consist of at least one director and no more than five directors. The initial Board of Directors shall consist of three directors, whose names and addresses are set forth below:

Biagio Schiano	362 Commerce Way, Suite 116 Longwood, Florida 32750
Luong Moc Tran	362 Commerce Way, Suite 116 Longwood, Florida 32750
John Sullivan	33689 Hanover Woods Trail Solon, Ohio 44139

OFFICERS

The corporation shall have such officers as may be provided in the bylaws of the corporation, and such officers shall be determined in the manner provided in the bylaws, and shall

perform their duties during their respective terms of office as may be provided in the bylaws of the corporation.

**ARTICLE IX
INCORPORATOR**

The name and address of the incorporator of the corporation is as follows:

Ramsey W. Dulin	201 E. Pine Street, Suite 425 Orlando, Florida 32801
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**ARTICLE X
AMENDMENTS TO ARTICLES
OF INCORPORATION AND BYLAWS**

The shareholders shall have the exclusive authority to make amendments to these Articles of Incorporation by majority vote of all outstanding shares; the Board of Directors shall have the authority to formulate and adopt the initial bylaws of the corporation, thereafter, the shareholders shall have the exclusive authority to amend the bylaws of the corporation by a majority vote of all outstanding shares.

IN WITNESS WHEREOF, I have subscribed my name this 17th day of May, 2000.



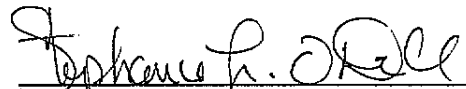
Ramsey W. Dulin
Incorporator

**STATE OF FLORIDA
COUNTY OF ORANGE**

I HEREBY CERTIFY that on this day before me, a notary public, duly authorized in the state and county aforesaid to take acknowledgments, personally appeared Ramsey W. Dulin, to me personally known to be the person who executed and subscribed the foregoing Articles of

Incorporation, and who acknowledged before me that he executed the same for the purposes therein contained, and who did/did not take an oath.

WITNESS my hand and official seal in the county and state set forth above this 17th day of May, 2000.


Notary Public, State of Florida
Print Name: Stephanie L. O'Dell

Stamp:



DESIGNATION OF REGISTERED OFFICE AND REGISTERED AGENT

JOHN NICOLE, INC., a Florida corporation, pursuant to Florida Statue §48.091, and its Articles of Incorporation, hereby designates Ramsey W. Dulin, 201 E. Pine Street, Suite 425, Orlando, Florida 32801, as its registered agent and registered office for the service of process as required by law.

ACCEPTANCE

I, Ramsey W. Dulin having been named in the foregoing designation of registered office and registered agent by JOHN NICOLE, INC., a Florida corporation, and being fully advised and apprised of the duties of a registered agent for the service of process as prescribed by Florida Statue §48.091, do hereby accept said designation, and agree to accept service of process as registered agent, to keep my office open during prescribed hours, to post my name in some conspicuous place in the office as required by law, and to otherwise comply with the obligations of a resident agent and to maintain a registered office as heretofore indicated.

Dated this 17th day of May, 2000.


Ramsey W. Dulin