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The MONTGOMERY * WALCH Law Firm

Attorneys & Counselors at Law, Mediators & Arbitrators

David Paul Montgomery, Esq.
Elizabeth A. Walch, Esq.

FILED

2103 Manatee Avenue West

00 AUG -3 PM 4: 15 Padenton, Florida 34205

Voice: (941) 748-8470

SECRETARY OF STATE Facsimile: (941) 747-6804
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

August 2, 2000

08/02/00

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Secretary of State
409 E. Gaines St
Tallahassee, FL 32399

Re: KLM Jewelry Corporation, Incorporated

To Whom it May Concern,

Enclosed please find the original and one copy of the articles of incorporation and consent to serve as registered agent for KLM Jewelry. Please file the articles of incorporation and return the enclosed copy to us with the filing date. Also enclosed is our firm check in the amount of \$70.00 for the filing fee.

If you have any questions, please do not hesitate to contact us.

Thank you.

Sincerely,

The MONTGOMERY*WALCH Law Firm


Elizabeth A. Walch, Esquire

Tracy
GAVE
Article 1st
Principal address
DATE
DOC. EXAM. 8/11/00 ✓

ARTICLES OF INCORPORATION
OF
KLM Jewelry Corporation, Incorporated

FILED

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CLERK OF STATE
TALLAHASSEE, FLORIDA

David Paul Montgomery, the undersigned, does hereby establish for the purpose of becoming a corporation, operating for profit by and under the provisions of the statutes of Florida appertaining and providing for the formation, liabilities, rights, privileges a corporation operating for profit, and does hereby make, subscribe, acknowledge and file these Articles of Incorporation for the purpose of becoming such a corporation for profit and do hereby declare, state and certify:

ARTICLE 1

EFFECTIVE DATE
08/02/00

The name of this corporation shall be:

KLM Jewelry Corporation, Incorporated

ARTICLE 2

This corporation shall be effective as of **August 2, 2000** and shall have perpetual existence unless sooner dissolved as may be directed by law.

ARTICLE 3

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE 4

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time shall be One Thousand (1,000) shares of common stock having a nominal par value of One Dollar (\$1.00) per share. The consideration to be paid for each such share shall be money, property or services of value at least equivalent to the stock issued as fixed and determined, from time to time, by the Board of Directors.

Each shareholder of any case of stock of this corporation shall be entitled to full preemption rights to purchase any unissued, newly issued, or treasury shares of the corporation and any securities of the corporation convertible into, or carrying a right to subscribe to or acquire share of any such unissued, newly issued, or treasury shares.

ARTICLE 5

The amount of capital with which this corporation will begin business shall not be less than Five Hundred (\$500.00) Dollars.

ARTICLE 6

The street address of the initial registered office of this corporation is **2103 Manatee Avenue West, Bradenton, Florida, 34205**, and the name of the initial registered agent of this corporation at that address is **David Paul Montgomery, Esquire**. The Board of Directors may from time to time move the principal office to any other address in the State of Florida. The principal address is the same as the registered office.

ARTICLE 7

This corporation shall have one director initially. The number of directors of this corporation may be increased or decreased from time to time by the by-laws of this corporation, but which number of directors shall never be less than one.

ARTICLE 8

The name and post office address of the member of the Board of Directors of this corporation, of whom shall hold office for a period of one (1) year, or until his successor is duly elected and qualified is:

**David Paul Montgomery
2103 Manatee Ave. West
Bradenton, Florida 34205**

ARTICLE 9

The incorporator of the Articles of Incorporation, together with his address is:

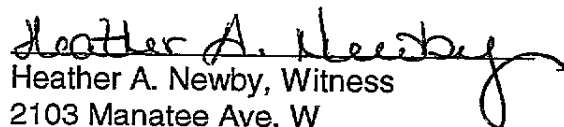
**David Paul Montgomery
2103 Manatee Ave. West
Bradenton, Florida 34205**

ARTICLE 10

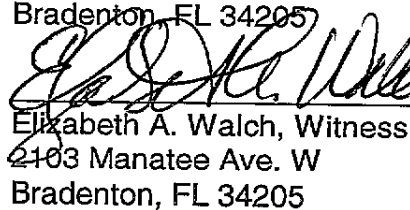
These Articles of Incorporation may be amended in a manner provided therefore by the laws of the State of Florida. Each amendment to these Articles of Incorporation shall be proposed by one or more of the stockholders of this corporation. Any questions or motion, or action of the stockholder of this corporation shall be decided by a majority vote of the stockholders entitled to vote thereon. The by-laws of this corporation shall be promulgated, adopted, amended, changed or deleted by the stockholders of this corporation. The business affairs of this corporation shall be conducted by a Board of Directors, and the directors thereof shall be elected at the annual meeting of the stockholders of this corporation as a condition precedent of holding an office or being a director or agent in this corporation. Vacancies in the officers and the directors of this corporation shall be filled as prescribed in the by-laws of this corporation. This corporation shall have and enjoy all of the rights, privileges and immunities of a corporation operating under the laws of the State of Florida, appertaining thereto at the time of the incorporation hereof and any amendments thereto. The number and nature of the officers and offices may be increased, deleted or changed by the by-laws of this corporation in keeping with the laws of the State of Florida appertaining thereto.

IN WITNESS WHEREOF, the undersigned incorporator has executed the foregoing
Article of Incorporation on August 2, 2000.

Signed, sealed and delivered
in the presence of:


Heather A. Newby, Witness
2103 Manatee Ave. W
Bradenton, FL 34205


David Paul Montgomery

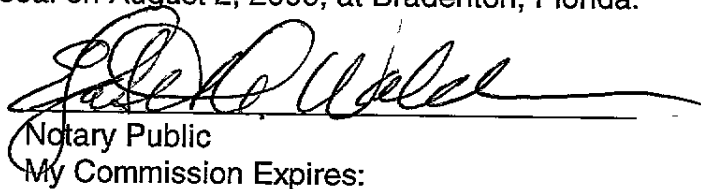

Elizabeth A. Walch, Witness
2103 Manatee Ave. W
Bradenton, FL 34205

STATE OF FLORIDA
COUNTY OF MANATEE

BEFORE ME, the undersigned authority, personally appeared **David Paul Montgomery**, who is personally known to me, and who, upon first being duly sworn, deposed and said that he has read the foregoing Articles of Incorporation and that he has executed the same freely and voluntarily.

WITNESS my hand and official seal on August 2, 2000, at Bradenton, Florida.




Notary Public
My Commission Expires:

CONSENT TO SERVE AS REGISTERED AGENT OF
KLM Jewelry Corporation, Incorporated

STATE OF FLORIDA
COUNTY OF MANATEE

FILED

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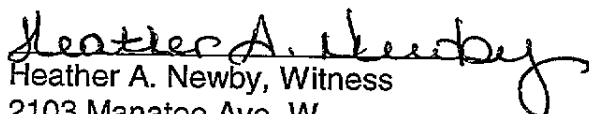
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

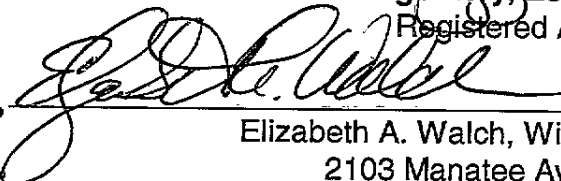
BEFORE ME, the undersigned authority did personally appear **David Paul Montgomery, Esquire**, who acknowledged before me that he consents to serve as registered agent of the above-named corporation at the following address:

2103 Manatee Avenue West
Bradenton, Florida 34205

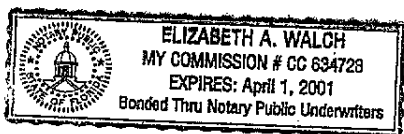
Dated: August 2, 2000

 (SEAL)
David Paul Montgomery, Esquire
Registered Agent


Heather A. Newby, Witness
2103 Manatee Ave. W
Bradenton, FL 34205


Elizabeth A. Walch, Witness
2103 Manatee Ave. W
Bradenton, FL 34205

Sworn to before me, the undersigned authority, by David P. Montgomery, who is personally well known to me, this August 2, 2000.




Notary Public
My Commission Expires: