

GS

GARY SIEGEL • ATTORNEY AT LAW

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August 14, 2000

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, FL 32301

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-08/16/00--01056--011
*****70.00 *****70.00

Re: CACHET JEWELERS AT LAKE EOLA, INC.


Dear Sir:

Enclosed herewith, please find an original and one copy of the Articles of Incorporation of the above-named corporation along with a check in the amount of \$70.00 to cover the following expenses:

Filing Fee:	\$20.00
Registered Agent Fee:	20.00
Certified Copy:	<u>30.00</u>
Total:	\$70.00

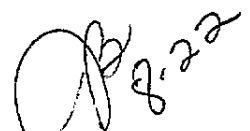
Please file same and forward a confirmation of the filing to me at your earliest convenience. Thank you for your assistance and cooperation.

Sincerely,


GARY SIEGEL, ESQUIRE

GS/clf
Enclosures

P000000079384



ARTICLES OF INCORPORATION

OF

CACHET JEWELERS AT LAKE EOLA, INC.

ARTICLE I. NAME. The legal name of the corporation shall be CACHET JEWELERS AT LAKE EOLA, INC.

ARTICLE II. DURATION. The corporation shall exist perpetually.

ARTICLE III. PURPOSE. The purpose of this corporation is for the retail sale of jewelry and for the transaction of any lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE IV. CAPITAL STOCK. This corporation is authorized to issue One Hundred (100) shares of common stock with One Dollar (\$1.00) par value per share, and the consideration to be paid for each share shall fixed by the Board of Directors.

ARTICLE V. INITIAL REGISTRATION OFFICE AND AGENT. The street address of the Initial Registered Office and principal office is 500 East Central Boulevard, Orlando, Florida 32801, and the mailing address of the Initial Registered Agent and principal office of this corporation is 500 East Central Boulevard, Orlando, Florida 32801. The name of the registered agent LELAND W. MCKEE.

ARTICLE VI. INITIAL BOARD OF DIRECTORS. This corporation shall have four (4) directors initially. The number of directors may never be less than one (1). The name and address of the initial director(s) of this corporation is:

JACQUELINE VIVIEN WOOD
500 East Central Boulevard
Orlando, Florida 32801

LELAND MCKEE
500 East Central Boulevard
Orlando, Florida 32801

MARCUS C. BENNETT
500 East Central Boulevard
Orlando, Florida 32801

RAYMOND C. SMITH
500 East Central Boulevard
Orlando, Florida 32801

ARTICLE VII. INITIAL OFFICERS.

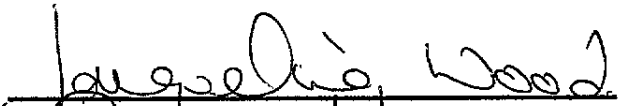
President: JACQUELINE WOOD
V. President: LELAND MCKEE
V. President: MARCUS BENNETT
Secretary: RAYMOND SMITH
Treasurer: LELAND MCKEE

ARTICLE VIII. INITIAL SHAREHOLDERS. Shares of Capital:


JACQUELINE WOOD	25% Shares
LELAND MCKEE	25% Shares
MARCUS BENNETT	25% Shares
RAYMOND SMITH	25% Shares

ARTICLE IX. AMENDMENT. This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator(s) has/have executed these Articles of Incorporation this 10th day of August, 2000.



JACQUELINE WOOD



LELAND MCKEE



MARCUS BENNETT

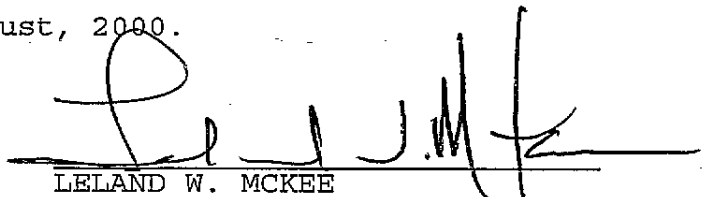


RAYMOND SMITH

ACCEPTANCE OF REGISTERED AGENT

I, LELAND W. MCKEE, have been named to act as the Registered Agent to accept service of process for CACHET JEWELERS AT LAKE EOLA, INC., designated by the corporation, I accept to act in this capacity and to comply with the provisions of said act relative to keeping said office open.

DATED THIS 14th day of August, 2000.


LELAND W. MCKEE