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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

FILED
00 AUG 23 AM 10: 02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

JEWELRY SOLUTIONS, INC.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$78.75

ARTICLES OF INCORPORATION OF
JEWELRY SOLUTIONS, INC.

ARTICLE I
CORPORATE NAME

The name of the corporation is JEWELRY SOLUTIONS, INC.

ARTICLE II
DURATION

This corporation shall be perpetual existence commencing on the date of the filing of the Articles of Incorporation by the Department of State.

ARTICLE III
PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV
CAPITAL STOCK

This corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of one dollar (\$1.00) par value common stock, which shall be designated "common shares".

ARTICLE V
SHAREHOLDER'S RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offer to others.

ARTICLE VI
INITIAL REGISTERED AGENT
INITIAL REGISTERED OFFICE

This corporation's initial registered agent and registered office in the State of Florida is Adam Silbersweig, 3540 W. Hillsboro Blvd., #207, Coconut Creek, FL 33073.

ARTICLE VII
CORPORATE ADDRESS

This corporation's initial address is 3540 W. Hillsboro Blvd., #207, Coconut Creek, FL 33073.

ARTICLE VIII
DIRECTORS

The corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name of the initial director of this corporation is Adam Silbersweig, 3540 W. Hillsboro Blvd., #207, Coconut Creek, FL 33073.

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TALLAHASSEE, FLORIDA

INCORPORATOR

The name of the person signing these Articles is Adam Silbersweig, 3540 W. Hillsboro Blvd., #207, Coconut Creek, FL 33073.

**ARTICLE X
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.

**ARTICLE XI
AMENDMENTS TO BY-LAWS**

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

**ARTICLE XII
CORPORATE POWERS**

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

**ARTICLE XIII
INDEMNIFICATION**

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT

Having been named initial registered agent to accept service of process on the corporation at the initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all requirements of law pertaining thereto.

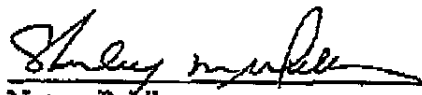

ADAM SILBERSWEIG
Incorporator and Registered Agent

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CLERK OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority personally appeared ADAM SILBERSWEIG, who is personally known to me or who produced FLORIDA DRIVER'S LICENSE as identification, and who did/did not take an oath, and who executed the foregoing instrument, and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

SWORN TO AND SUBSCRIBED before me on this 18 day of August, 2000.


Notary Public

My Commission Expires: 3/28/2003



Shirley M. Williams
MY COMMISSION # CC821426 EXPIRES
March 28, 2003
BONDED THROUGH FAIN INSURANCE, INC.