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*****78.75 *****78.75

November 29, 2000

Via Federal Express

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: Diana Jewelers, Inc.

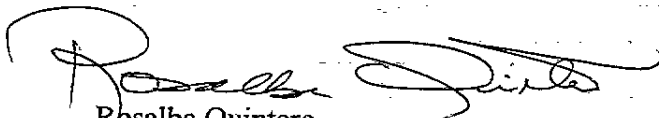
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 NOV 30 AM 10:20

Dear Sir/Madam:

Enclosed please find original and one copy of Articles of Incorporation for the above-referenced corporation. We have also enclosed a check in the amount of \$78.75 to cover the filing fee and a certified copy of the Articles of Incorporation as well as a federal express return label/envelope for your convenience in returning said certified copy to us.

Thanking you in advance for your anticipated attention to this matter, I remain

Sincerely,


Rosalba Quintero
Enc.

12/5/00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 NOV 30 AM 10: 20

**ARTICLES OF INCORPORATION
OF
DIANA JEWELERS, INC.**

The undersigned subscribers to these Articles of Incorporation each a natural person competent to contract, hereby associate themselves to form a corporation under the laws of the State of Florida.

ARTICLE ONE

The name of the corporation is: DIANA JEWELERS, INC.

ARTICLE TWO

The general nature of the business to be transacted by the corporation is:

- a. Any activity or business permitted under the laws of the United States and/or the State of Florida.
- b. And, in general, to carry on any other business whatsoever in connection with the foregoing or which is calculated directly or indirectly to promote the interest of the corporation or to enhance the value of its properties.

The foregoing paragraphs shall be construed as enumerating both objects and purposes of the Corporation; and it is hereby expressly provided that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of the Corporation otherwise permitted by law.

ARTICLE THREE

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is **1000 shares of common stock having a par value of \$1.00 per share.**

ARTICLE FOUR

The corporation is to exist perpetually commencing on the date these Articles of Incorporation are filed with the Secretary of State.

ARTICLE FIVE

The initial post office address of the principal office of the Corporation in the State of Florida is 7500 West Commercial Boulevard, Unit D-37, Ft. Lauderdale, Florida 33319.

The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

ARTICLE SIX

The business of the corporation shall be managed by the Board of Directors. The number of directors constituting the entire Board shall not be less than 1; and subject to such minimum may be increased from time to time by amendment of the By-Laws in a manner not prohibited by law. Until so changed the number shall be 2.

ARTICLE SEVEN

The names and address of the members of the first Board of Directors are:

Oscar Humberto Restrepo – President/Treasurer
5881 N.W. 121 Avenue
Coral Springs, Florida 33076

Julieta Paz – Vice President/Secretary
5881 N.W. 121 Avenue
Coral Springs, Florida 33076

ARTICLE EIGHT

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendments hereto and any right conferred upon the shareholders is subject to this reservation. Further, the power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders of the Corporation.

ARTICLE NINE

The name of the initial registered agent is Oscar Humberto Restrepo. The initial street address of the initial registered agent is: 5881 N.W. 121 Avenue, Coral Springs,

Florida 33076. The Board of Directors may from time to time designate some other address and place for the registered office of this Corporation as it may see fit.

FILED
SECRETARY OF STATE
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00 NOV 30 AM 10:20

ARTICLE TEN

The name and address of the person signing these articles is:

Oscar Humberto Restrepo, President
5881 N.W. 121 Avenue
Coral Springs, Florida 33076

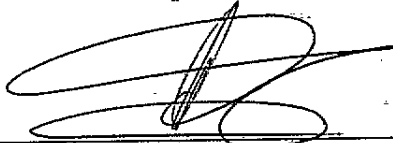
IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation this 29th day of November, 2000.



OSCAR HUMBERTO RESTREPO

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0501 of the Florida Statutes.



OSCAR HUMBERTO RESTREPO