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LAW OFFICE
OF
STEVEN WARM
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MEMBER OF
FL AND NJ BAR

February 8, 2001

State of Florida
Department of State
Corporate Division
P.O. Box 6327
Tallahassee, Florida 32314

EFFECTIVE DATE
2-8-01

In Re: MEDICI FINE JEWELRY WORKSHOP, INC.

Dear Sir/Madam:

Enclosed is an original and one copy of the Articles of Incorporation for the above incorporation. Please file the original in your offices, certify and return to us one certified copy.

We are enclosing a check in the amount of \$78.75 to cover the cost of filing.

Sincerely,



Gina M. Wilkerson for
STEVEN WARM, ESQUIRE

Enclosure

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

F. CHESLER

FEB 14 2000

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**ARTICLES OF INCORPORATION
OF
MIDICI FINE JEWELRY WORKSHOP, INC.**

**ARTICLE ONE
NAME OF CORPORATION**

The name of the corporation is **MIDICI FINE JEWELRY WORKSHOP, INC.**

**ARTICLE TWO
DURATION**

EFFECTIVE DATE
2-8-01

This corporation shall have perpetual existence commencing on the effective date of these Articles which shall be the date of execution hereof as provided below.

**ARTICLE THREE
PURPOSE**

This corporation is organized for transacting any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as same now exists or as it may hereafter be amended.

**ARTICLE FOUR
CAPITAL STOCK**

This corporation is authorized to issue 1000 shares of (\$0.01) par value common stock which shall be designated as "Common Shares".

**ARTICLE FIVE
PREEMPTIVE RIGHT**

Every shareholder, upon sale for cash of any new stock of this corporation, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the prices at which it is offered to others.

**ARTICLE SIX
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is Boca Corporate Center, 2101 Corporate Boulevard, Suite 215, Boca Raton, Florida 33431 and the initial registered agent of this corporation at that address is STEVEN WARM, ESQUIRE. The corporation's initial principal business address shall be 2101 Corporate Blvd., Suite 215, Boca Raton, Florida 33431.

**ARTICLE SEVEN
INITIAL BOARD OF DIRECTORS**

The corporation shall have two Directors constituting the initial Board of Directors. The number of directors may be increased or decreased from time to time by the bylaws; however, there shall never be less than one director nor more than five. The names and addresses of the initial Board of Directors of the corporation are as follows:

Mia Brattan
300 SE 5th Avenue
Suite 7100
Boca Raton, Florida 33432

Jesus Pillajo
10328 Boca Entrada Boulevard
Building 5, Apt 211
Boca Raton, Florida 33428

**ARTICLE EIGHT
INCORPORATORS**

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

Steven Warm, Esquire
Boca Corporate Center
2101 Corporate Blvd., Suite #215
Boca Raton, Florida 33431

The Incorporator, **Steven Warm, Esquire**, is an attorney at law and has formed the corporation on behalf of the real party or parties in interest. Upon payment of his fees and indemnification for any acts taken other than by him in connection with the corporation, said Incorporator shall transfer to the real party or parties in interest or their nominees all rights in and to the corporation.

**ARTICLE NINE
INDEMNIFICATION**

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

**ARTICLE TEN
AMENDMENT**

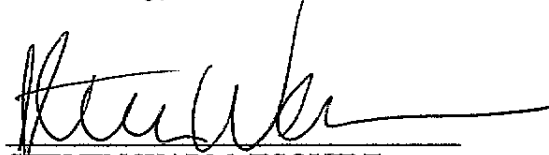
This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE ELEVEN

EFFECTIVE DATE

It is intended that these Articles shall be submitted for recording forthwith and, pursuant to law, shall be deemed effective as of the date of execution hereof.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 8th day of February, 2001.



STEVEN WARM, ESQUIRE
Incorporator

**I HEREBY ACKNOWLEDGE THAT I AM FAMILIAR WITH AND
ACCEPT THE DUTIES AND RESPONSIBILITIES OF REGISTERED AGENT
FOR THE WITHIN CORPORATION.**



STEVEN WARM, REGISTERED AGENT