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Florida Department of State
Division of Corporations
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FLORIDA PROFIT CORPORATION OR P.A.

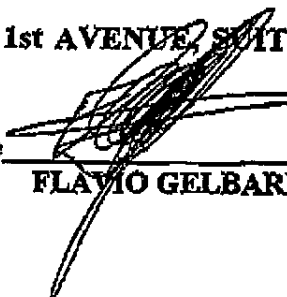
factory direct jewelry, corp.

Certificate of Status	0
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ARTICLES OF INCORPORATION

- Article 1:** Name of Corporation: **FACTORY DIRECT JEWELRY, CORP.**
 Address of Corporation: 14 NE 1st Avenue, Suite 1103, Miami, FL 33132
- Article 2:** **CAPITAL STOCK:** The number of shares which the corporation has authorized to be outstanding at any one time is 100.
- PAR VALUE \$1.00**
- Article 3:** **REGISTERED OFFICE:** The street address of the initial registered office of the corporation shall be:
- 100 SE 2nd STREET, SUITE 2620, MIAMI, FL 33131**
- I am familiar with and hereby accept the duties, responsibilities as registered agent for said corporation  3/28/01
CARLOS D. LERMAN, ESQ. Date

- Article 4:** The board of directors are as follows:
- The name and address of the Initial Director:
- FLAVIO GELBARD, 14 NE 1st AVENUE, SUITE 1103, MIAMI, FL 33132**
- Article 5:** The Name and address of the incorporator is:
- FLAVIO GELBARD, 14 NE 1st AVENUE, SUITE 1103, MIAMI, FL 33132**

In witness whereof, I have subscribed my name 

FLAVIO GELBARD

Prepared By: Carlos D. Lerman, Esquire
 Florida Bar No. 768448
 Smoler, Lerman, Bente
 & Whitebook, P.A.
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