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SECRETARY OF STATE  
DIVISION OF CORPORATIONS****FLORIDA PROFIT CORPORATION OR P.A.****Afro-Heritage Jewelry, Inc.**

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**ARTICLES OF INCORPORATION  
OF  
AFRO-HERITAGE JEWELRY, INC.**

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

**ARTICLE I: NAME**

The name of the corporation ("Corporation") is: Afro-Heritage Jewelry, Inc.

**ARTICLE II: PRINCIPAL OFFICE**

The street address and mailing address of the corporation is: 7645 Fenwick Place, Boca Raton, Florida 33496.

**ARTICLE III: CAPITAL STOCK**

The maximum number of shares this Corporation is authorized to issue is 100 shares having a par value of \$.01 (One Cent) per share, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

**ARTICLE IV: REGISTERED AGENT AND ADDRESS**

The name and address of the initial registered agent is: Jack Grumet, 7645 Fenwick Place, Boca Raton, Florida.

**ARTICLE V: INCORPORATOR**

The name and address of the incorporator of these Articles of Incorporation is: Jack Grumet, 7645 Fenwick Place, Boca Raton, Florida 33496

**ARTICLE VI: INITIAL BOARD OF DIRECTORS**

The names and addresses of the initial Board of Directors of the Corporation are: Charles Phillips, 6031 Crape Myrtle Court, Woodland Hills, California 91367, President; Linda Phillips, 6031 Crape Myrtle Court, Woodland Hills, California 91367, Vice President; Jack Grumet, 7645 Fenwick Place, Boca Raton, Florida 33496, Treasurer; and Gloria Grumet, 7645 Fenwick Place, Boca Raton, Florida 33496, Secretary.

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**ARTICLE VII: INDEMNIFICATION**

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 22 day of April, 2001.

By: 

JACK GRUMET

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, , organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: Afro-Heritage Jewelry, Inc.
2. The name and street address of the registered agent and office is: Jack Grumet, 7645 Fenwick Place, Boca Raton, Florida 33496

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

By: 

JACK GRUMET

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