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Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850)205-0381

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 MAY 16 PM 12:57

FLORIDA PROFIT CORPORATION OR P.A.

BLUE NILE CAPITAL CORP.

Certificate of Status	0
Certified Copy	0
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N. CULLIGAN MAY 16 2001 ✓

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**ARTICLES OF INCORPORATION
OF
BLUE NILE CAPITAL CORP.**

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The undersigned incorporator(s), for the purpose of forming a Profit Corporation under Chapter 607 of the Florida Statutes, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I

The name of this corporation shall be: BLUE NILE CAPITAL CORP.

ARTICLE II

This corporation shall commence existence upon the date of filing with the Division of Corporations, state of Florida, and shall have perpetual existence.

ARTICLE III

The principal place of business of this corporation: 9481 BARITONE COURT, BOCA RATON, FL 33496

ARTICLE IV

The general nature of business of this corporation is to transact any and all lawful business.

ARTICLE V

The aggregate number of shares which this corporation shall have authority to issue are 1,000 shares having an individual par value of \$ 1.00
Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

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ARTICLE VI

The name and street address of the initial Registered Agent of this corporation shall be: SPIRO GALANIS 1900 NW CORPORATE BLVD., SUITE 400 E BOCA RATON, FL 33431

ARTICLE VII

The name and address of the officers and initial board of director(s) shall be:

PRES/DIR

ROBERT A. DUMAS JR.

**9481 BARITONE COURT
BOCA RATON, FL 33496**

ARTICLE VIII

The name and address of the incorporator executing these Articles of Incorporation is:

**Empire Corporate Kit of America, Inc.
2444 N.W. 7TH PLACE
MIAMI, FL 33127**

The undersigned has executed these Articles of Incorporation this
16th day of MAY, 2001.



INCORPORATOR

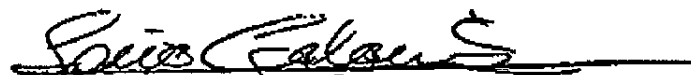
**Ray Stormont Signing for
Empire Corporate Kit of America, Inc.**

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

BLUE NILE CAPITAL CORP.
(Name of Corporation)

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, 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.

SPIRO GALANIS

REGISTERED AGENT

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