



# P010000068550

ACCOUNT NO. : 072100000032

REFERENCE : 217239 10770A

AUTHORIZATION :

*Patricia Pyrite*

COST LIMIT : \$ 70.00

ORDER DATE : July 11, 2001

ORDER TIME : 1:25 PM

ORDER NO. : 217239-005

CUSTOMER NO: 10770A

CUSTOMER: Reed McClosky, Esq  
Freedman & McClosky P.a.

Suite 700  
1 East Broward Boulevard  
Ft. Lauderdale, FL 33301

RECEIVED  
01 JUL 11 PM 2:23  
DIVISION OF CORPORATION

DOMESTIC FILING

NAME: OPHIR, INC.

700004469927--3

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP  
       ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder - EXT. 1118

EXAMINER'S INITIALS:

FILED  
2001 JUL 11 PM 2:44  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

*js 7/12/01*

ARTICLES OF INCORPORATION

OF

OPHIR, INC.

FILED

2001 JUL 11 PM 2:44

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned associates for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the Florida Business Corporation Act, Chapter 607, Florida Statutes, providing for the formation, liability, rights, privileges and immunities of corporations.

ARTICLE I

The name and address of the corporation is:

Ophir, Inc.  
International Jewelers Exchange  
8221 Glades Road  
Boca Raton, FL 33434

ARTICLE II

This corporation shall commence its existence as of the date of the filing of these articles, and its existence shall be perpetual.

ARTICLE III

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

This corporation is authorized to issue one hundred shares of common stock with no par value.

ARTICLE V

The name and address of the initial registered agent and street address of the initial registered office of this corporation are:

Scott Freeman  
1881 N. State Road 7  
Hollywood, FL 33021

ARTICLE VI

The number of directors of this corporation shall be not less than one (1). The initial number of directors shall be two (2), and the number of directors may be increased and decreased from time to time by the by-laws of this corporation. The names and addresses of the initial directors are:

<u>NAME</u>	<u>ADDRESS</u>
Sharon Freeman	International Jewelers Exchange 8221 Glades Road Boca Raton, FL 33434
Scott Freeman	International Jewelers Exchange 8221 Glades Road Boca Raton, FL 33434

ARTICLE VII

The initial officers of the corporation shall be:

<u>NAME</u>	<u>Office</u>
Sharon Freeman	President
Scott Freeman	Secretary and Treasurer

ARTICLE VIII

The name and address of the incorporator is:

Sharon Freeman  
International Jewelers Exchange  
8221 Glades Road  
Boca Raton, FL 33434

ARTICLE IX

The power to adopt, alter, amend or repeal by-laws will be vested in the board of directors and shareholders.

ARTICLE X

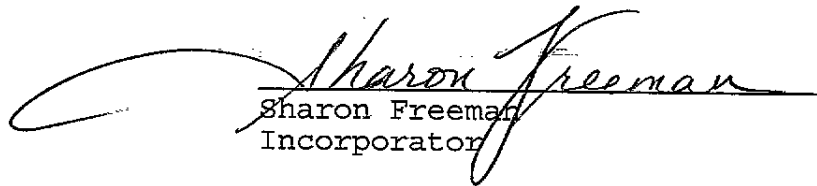
The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 9<sup>th</sup> day of

July 2001.

  
Sharon Freeman  
Incorporator

STATE OF FLORIDA     )  
                              )     ss:  
COUNTY OF BROWARD    )

The foregoing instrument was acknowledged before me this 9<sup>th</sup>  
day of July, 2001, by Sharon Freeman, who is personally

known to me or who has produced Fila. D.L. as  
identification and who did (did not) take an oath.

  
NOTARY PUBLIC

My Commission Expires:



ACCEPTANCE OF APPOINTMENT

Pursuant to 48.091 and 607.0501, Florida Statutes, the undersigned acknowledges and accepts her appointment as registered agent of Ophir, Inc., and agrees to act in that capacity and to comply with the provisions of the Florida Business Corporation Act relative to keeping open the registered office at the address specified above. The undersigned is familiar with and accepts the obligations of 607.0505, Florida Statutes.

Date: July 9, 2001.

  
SHARON FREEMAN  
SECRET

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA