| 20                                                                         | 005 FOR PROFI                                                                                        | T CORPOR                                                   | RATION                                                     | FILED                                                                                                                                                                                                                                      |
|----------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------|------------------------------------------------------------|------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| DOCU<br>1. Entity Nar<br>OPHIR, II                                         |                                                                                                      | 0                                                          |                                                            | Jan 31, 2005 08:00 AN<br>Secretary of State                                                                                                                                                                                                |
| Principal Plac                                                             | ce of Business                                                                                       | Mailing Address                                            |                                                            |                                                                                                                                                                                                                                            |
| INTERNATIONAL JEWELERS EXCHANGE<br>8221 GLADES ROAD<br>BOCA RATON FL 33434 |                                                                                                      | INTERNATIONAL JEV<br>8221 GLADES ROAD<br>BOCA RATON FL 334 |                                                            |                                                                                                                                                                                                                                            |
| 2. Principal Place of Business                                             |                                                                                                      | 3. Mailing Address                                         |                                                            |                                                                                                                                                                                                                                            |
| Suite, Apt #, etc.                                                         |                                                                                                      | Suite, Apt. #, etc.                                        |                                                            | 1st MOORE CR2E034 (10/04)                                                                                                                                                                                                                  |
| City & State                                                               |                                                                                                      | City & State                                               |                                                            | 4. FEI Number 65-1124937 Applied For Not Applicable                                                                                                                                                                                        |
| Zlp                                                                        | Country                                                                                              | Zip                                                        | Country                                                    | 5. Certificate of Status Desired S8.75 Additional                                                                                                                                                                                          |
|                                                                            | 6. Name and Address of Current F                                                                     | Registered Agent                                           | <u></u>                                                    | 7. Name and Address of New Registered Agent                                                                                                                                                                                                |
|                                                                            |                                                                                                      |                                                            | Name                                                       |                                                                                                                                                                                                                                            |
| FREEMAN, SCOTT<br>2681 NORTH FEDERAL HIGHWAY<br>POMPANO BEACH FL 33064     |                                                                                                      |                                                            | Street Address                                             | s (P.O. Box Number is Not Acceptable)                                                                                                                                                                                                      |
|                                                                            |                                                                                                      |                                                            | City                                                       | FL Zip Code                                                                                                                                                                                                                                |
| <ol> <li>The above<br/>the obligation</li> </ol>                           | a named entity submits this statement for<br>tions of registered agent.                              | the purpose of changing its                                | registered office or regist                                | ered agent, or both, in the State of Florida. I am familiar with, and accept                                                                                                                                                               |
| SIGNATURE                                                                  | Signature, typed or printed name of registered signitian                                             | nd utte it applicable (NOT                                 | E Registered Agent signature requir                        | ed when reinstaling) DATE                                                                                                                                                                                                                  |
| After                                                                      | TLE NOW!!! FEE IS \$150.00<br>May 1, 2005 Fee Will Be \$550.00<br>k Payable to Florida Department of | State                                                      |                                                            | 9. Election Campaign Financing \$5.00 May Be<br>Trust Fund Contribution. Added to Fees                                                                                                                                                     |
| 10.                                                                        | OFFICERS AND L                                                                                       |                                                            | 11.                                                        | ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11                                                                                                                                                                                          |
| TITLE<br>NAME<br>STREET ADDRESS<br>CITY-ST-ZIP                             | PD<br>FREEMAN, SHARON<br>8221 GLADES ROAD<br>BOCA RATON FL 33434                                     | Delete                                                     | TITLE<br>NAME<br>STREEF ADDRESS<br>CITY ST-7/P             | U00000205013 Change Addition<br>01/31/05-80028-014 150.00                                                                                                                                                                                  |
| TITLE                                                                      | STD                                                                                                  | Delete                                                     | TITLE                                                      | Change Addition                                                                                                                                                                                                                            |
| NAME<br>STREET ADDRESS<br>CITY - ST - ZIP                                  | FREEMAN, SCOTT<br>8221 GLADES ROAD                                                                   |                                                            | NAME<br>STREET ADDRESS                                     | ·                                                                                                                                                                                                                                          |
| HILE                                                                       | BOCA RATON FL 33434                                                                                  | Defete                                                     | TITLE                                                      | Change Addition                                                                                                                                                                                                                            |
| NAME<br>STRIFT ADDRESS<br>CITY - ST - ZIP                                  |                                                                                                      | L Duitte                                                   | NAME<br>STREET ADDRESS<br>CHY-ST-ZIP                       |                                                                                                                                                                                                                                            |
| ITILE<br>NAME                                                              |                                                                                                      | Delete                                                     | FITLE<br>NAME                                              | Change 🗌 Addillon                                                                                                                                                                                                                          |
| STREET ADDRESS<br>CITY - ST - ZIP                                          |                                                                                                      |                                                            | STREFT ADDRESS<br>CITY - ST - ZIP                          |                                                                                                                                                                                                                                            |
| TITLE                                                                      |                                                                                                      | Delete                                                     | DILE                                                       | 🗍 Change 🔲 Addition                                                                                                                                                                                                                        |
| NAME<br>STREET ADDRESS<br>CITY+ST-ZIP                                      |                                                                                                      |                                                            | NAME<br>STREET ADDRESS<br>CITY - ST - ZIP                  |                                                                                                                                                                                                                                            |
| πιε                                                                        |                                                                                                      | Delete                                                     | nn <b>r</b>                                                | Change D Addition                                                                                                                                                                                                                          |
| NAME<br>STREET ADDRESS<br>CITY - ST-ZIP                                    |                                                                                                      |                                                            | NAME<br>STREET ADDRESS<br>CITY - ST- ZIP                   |                                                                                                                                                                                                                                            |
| 12. / hereby a<br>indicated                                                | t on this report of subplemental report is t                                                         | rue and accurate and that r                                | r the exemption stated in S<br>ny signature shall have the | Section 119.07(3)(i), Florida Statutes. I further certify that the information<br>e same legal effect as if made under cath, that I am an officer or director<br>07, Florida Statutes, and that my name appears in Block 10 or Block 11 if |
| SIGNAT                                                                     |                                                                                                      | COMON TANI                                                 | dent Sharo                                                 | n Freeman 1/28/05 (56) 482-9997                                                                                                                                                                                                            |