

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a under the Florida Business Corporation Act, hereby adopts (s) the following Articles of Incorporation

ARTICLE I: NAME

The name of the Corporation shall be:

UNIQUE JEWELRY DESIGNS, INC.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be:

Ventura Downs Shopping Center 1952 Osceola Parkway Kissimmee, Fl 34743

ARTICLE III: SHARES

The number of shares of stock that this Corporation is authorized to have outstanding at any one time is:

100/\$1.00

ARTICLE IV: INITIAL REGISTERED AGENT AND STREET ADDRESS.

The name and address of the initial registered agent is:

MANUEL LLERA VENTURA DOWNS SHOPPING CENTER 1952 OSCEOLA PARKWAY KISSIMMEE, FL 34743

ARTICLE V: INCORPORATOR (S)

The name (s) and street address (es) of the incorporator (s) to these Article of Incorporators is (are).

1.- MANUEL LLERA
Ventura Downs Shopping Center
1952 Osceola Parkway
Kissimmee, Fl 34743
ARTICLE VI: DIRECTOR (S)

2.- NANCY LLERA
Ventura Downs Shopping Center
1952 Osceola Parkway
Kissimmee, Fl 34743

The name (s) and street address (es) of the Director (s) to these Articles of Incorporation is (are).

MANUEL LLERA - PRESIDENT Ventura Downs Shopping Center 1952 Osceola Parkway Kissimmee, FI 34743

NANCY LLERA - SECRETARY Ventura Downs Shopping Center 1952 Osceola Parkway Kisimmee, FI 34743

The undersigned incorporators (s) has (have) executed these Articles of Incorporation this August 8th, 2001.

Signature
Signature
Signature

Signature

CERTIFICATE OF DESIGNATION REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501 or 617.0501, Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submit the following statement designating the Registered Office/Registered Agent in the State of Florida.

1.- The name of the Corporation is:

UNIQUE JEWELRY DESIGNS, INC.

2.- The name and address of the registered agent and office is:

NAME: MANUEL LLERA

ADDRESS (P.O.BOX Not Acceptable):

VENTURA DOWNS SHOPPING CENTER 1952 OSCEOLA PARKWAY CITY/STATE/ZIP:

KISSIMMEE, FL 34743

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 appointments 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, an I am familiar with and accept the obligations of my position as Registered Agent.

Signature:

Date: AUGUST 9th, 2001