

Division of Corporations

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To:

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From:

Account Name : LEVIN AND TANNENBAUM, P.A.
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FLORIDA PROFIT CORPORATION OR P.A.

SHEPHERD JEWELRY, INC.

Certificate of Status	0
Certified Copy	1
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
SHEPHERD JEWELRY, INC.

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

ARTICLE I - NAME

The name of this Corporation is:

SHEPHERD JEWELRY, INC.

ARTICLE II - TERM OF EXISTENCE

The Corporation is to exist perpetually.

ARTICLE III - PURPOSES

The purposes of the Corporation are to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The shares of stock of this Corporation shall consist of only one class. The number of shares of stock that this Corporation is authorized to have outstanding at any one time

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is One Thousand (1,000) Shares of Common Stock having a par value of \$1.00 per share.

ARTICLE V - PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be 2831 Ringling Boulevard, Suite 213D, Sarasota, Florida 34237.

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The street address of the registered office of this Corporation is 2831 Ringling Boulevard, Suite 213D, Sarasota, Florida 34237 and the registered agent at such office is Devon Drew Shepherd.

ARTICLE VII - DIRECTORS

This Corporation shall have two (2) Directors initially. The number of Directors may be changed from time to time by Bylaws adopted by the Shareholders. The name and address of each member of the first Board of Directors is:

Devon Drew Shepherd, 2831 Ringling Boulevard, Suite 213D, Sarasota, Florida 34237.
Liva M. Shepherd, 2831 Ringling Boulevard, Suite 213D, Sarasota, Florida 34237.

ARTICLE VIII - AMENDMENT

These Articles of Incorporation may be amended in certain instances by the Board of Directors as provided by statute and in certain instances by resolutions adopted by the Board of Directors, proposed by them to the Shareholders and approved at a Shareholders

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Meeting by a majority of the stock entitled to vote thereon.

ARTICLE IX - INCORPORATOR

The name and street address of each incorporator to these Articles of Incorporation is:

Devon Drew Shepherd
2831 Ringling Boulevard, Suite 213D
Sarasota, Florida 34237

The undersigned has executed these Articles this 24th day of October, 2001.


Devon Drew Shepherd

"INCORPORATOR"

Having been named as Registered Agent and to accept service of process for **SHEPHERD JEWELRY, INC.** at the place designated in the Articles, 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.

10-24-01
Date


Devon Drew Shepherd

Registered Agent

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