

PO1000105304**Florida Department of State**

Division of Corporations

Public Access System

Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H01000111307 4)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 OCT 31 PM 2:22

FILED

FLORIDA PROFIT CORPORATION OR P.A.**FRAN'S JEWELRY, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$78.75

G. BULLOCK OCT 31 2001

10/31/01 12:03 PM

OCT-31-2001 12:05

①

H01000111307

ARTICLES OF INCORPORATION
OF
FRAN'S JEWELRY, INC.

The undersigned Incorporator to these Articles of Incorporation, natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I
NAME

The name of the corporation shall be FRAN'S JEWELRY, INC.

Article II
DURATION

The term of existence of the corporation shall be perpetual.

Article III
PURPOSES

The purposes of the corporation shall be to engage sale and service of jewelry and other goods, and any and all other lawful businesses for which a corporation may be incorporated under F. S. chapter 607.

Article IV
SHARES

The corporation shall have one class of shares only. The corporation shall have the authority to issue one thousand shares of common stocks with par value of ten dollar. The board of directors shall decide the number of shares to be issued, the consideration for each share, time and manner of issuance. The capital stock may be paid for in money, property, labor or services, at just valuation to be fixed by the

H01000111307

FILED
01 OCT 31 PM 2:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Incorporator or by the Directors at a meeting called for such purpose.

The transfer of the corporation's shares may be restricted or conditioned by the terms of the shareholder's agreement or bylaws, if there is any.

Article V POWERS

The corporation shall have power to sue and capacity to be sued, to complain and defend in its corporate name in all actions or proceedings; to have a corporate seal and use it; to purchase, take, receive, lease or otherwise deal in and with real or personal property or interest therein; to sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets; to lend money to, and use its credit to assist, its officers and employees in accordance with F. S. section 607.0833; to make contracts and guarantees and incur liabilities, borrow money, issue notes and other obligations; to have and exercise all powers necessary or convenient to effect its purposes.

Article VI PRINCIPAL OFFICE

The address of the initial principal office of the corporation shall be:

11395 N. W. 66th Street, Miami, FL 33178

The corporation may from time to time move its principal office as may be necessary or convenient at the determination of its board of directors.

Article VII INITIAL REGISTERED AGENT AND REGISTERED OFFICE

The name of the initial registered agent and the address of the initial registered office for the corporation is:

Name:

Address

Ok Jo Lee

11395 N. W. 66th Street
Miami, FL 33178

Article VIII
INCORPORATOR

The name and address of the incorporator is:

Name	Address
Ok Jo Lee	11395 N. W. 66 th Street Miami, FL 33178

Article IX
BOARD OF DIRECTORS

The number of directors constituting the board of directors shall be determined by the bylaws. The number of directors, however, shall not be more than five. A director needs not be a stockholder.

Article X
OFFICERS

The corporation shall have one president, one treasurer, and one secretary. Vice-president may be appointed under the bylaws. The secretary shall also act as a secretary to the board of directors and a secretary to the shareholders meeting. Any one person may assume more than one of aforementioned offices. The board of directors shall elect corporate officers.

The names of the initial officers are:

President:	Ok Jo Lee
Treasurer:	Ok Jo Lee
Secretary:	Homin Lee

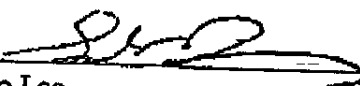
Article XI
AMENDMENT

This Articles of Incorporation shall be amended by majority vote of the board of directors and affirmative vote in favor of the amendment by the majority of shareholders. However, above procedure may be excepted if all of the directors and all of the shareholders of the corporation eligible to vote sign a written statement manifesting their intention that an amendment to the articles of incorporation be adopted without ordinary process of meetings, then the amendment shall thereby adopted as though above procedures have been satisfied.

Article XII
BYLAWS

The board of directors shall have power to adopt, amend and repeal bylaws of the corporation. Bylaws shall provide, inter alia, number and manner of election of directors, quorum and notice requirement for the board meetings and shareholder's meetings.

IN WITNESS WHEREOF, the undersigned have made, subscribed and acknowledged these Articles of Incorporation, this 31st day of October, 2001.


Ok Jo Lee
Incorporator

H01000111307

ACCEPTANCE OF THE APPOINTMENT OF
REGISTERED AGENT AND DECLARATION OF
REGISTERED OFFICE UPON WHICH
SERVICE OF PROCESS MAY BE SERVED

In compliance with Chapter 48.091 of the Florida Statutes, and having been designated a registered agent of FRAN'S JEWELRY, INC. on whom service of process may be served, and being familiar with the obligations of the registered agent, I HEREBY ACCEPT the designation and obligations of registered agent and agree to act in this capacity.

Registered office is located at : 11395 N. W. 66th Street
Miami, FL 33178

Signed by:



Ok Jo Lee

Registered Agent designee

Dated:

October 31, 2001

FILED
01 OCT 31 PM 2:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H01000111307