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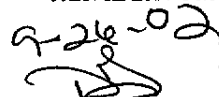
From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

FLORIDA PROFIT CORPORATION OR P.A.

ROFFE S JEWELRY, INC.

Certificate of Status	0
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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

ROFFE S JEWELRY, INC.

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

ARTICLE I NAME

The name of the corporation shall be:

ROFFE S JEWELRY, INC.

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

6095 NW 167 St. Unit D1
Miami, Florida 33015

ARTICLE II NATURE OF BUSINESS

This corporation may engage in export/import of jewelry, related merchandise or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

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

1000 shares \$ 1.00 par value

ARTICLE IV TERMS OF EXISTENCE

This corporation is to exist perpetually.

Prepared by: Hispan-American Services, Inc.
1885 West Flagler Street Suite # 11
Miami, FL 33135 (305) 541-1040

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected,

Jacobo Roffe
President, Treasury and Secretary
16900 N BAY RD # 508
Sunny Isl Bch, Fl 33160

ARTICLE VI INCORPORATOR(S)

The name(s) and address(es) of the incorporator(s) to these articles of incorporation is(are):


Jacobo Roffe
(300 Shares)
Treasury and Secretary
16900 N BAY RD # 508
Sunny Isl Bch, Fl 33160


Representaciones DiDu, C.A.
(550 Shares)
Edificio La Francia, Piso 7, Oficina 707
Esquina Las Monjas
Caracas, Venezuela

Tania Gusinsky
(150 Shares)
16900 N BAY RD # 508
Sunny Isl Bch, Fl 33160

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 24 day of September, 2002

Signature(s) of Incorporator(s)



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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

1. The name of the corporation _____
ROFFE S JEWELRY, INC.
2. The name and address of the registered agent and office is:
Mery Silberman
6095 NW 167 St, Unit D1, Miami, Florida 33015
(P.O. BOX NOT ACCEPTABLE)
(ADDRESS OFFICE)

SIGNATURE _____

(corporate officer)

TITLE **President**

DATE **09/24/2002**

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE _____

DATE **09/24/2002**