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To: Division of Corporations
Fax Number : (850)205-0381

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.
AVENTURA JEWELRY EXCHANGE, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	013
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D. WHITE OCT 25 2002



FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

October 25, 2002

FAS-T CORP. AGENTS, INC.

SUBJECT: AVENTURA JEWELRY EXCHANGE, INC.
REF: W02000030773

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ARTICLES OF INCORPORATION

ARTICLE I NAME

Aventura Jewelry Exchange, Inc.

ARTICLE II PRINCIPAL OFFICE

18861 Biscayne Boulevard, Suite 6
Aventura, FL 33180

ARTICLE III PURPOSE

Jewelry wholesale and retail sales.

ARTICLE IV SHARES

1000 COMMON SHARES

ARTICLE V REGISTERED AGENT

Misha Podlog
375 Poncahina Island Drive
Sunny Isles Beach, FL 33160

ARTICLE VI INCORPORATORS

Michael Freiman
18861 Biscayne Boulevard, Suite 6
Aventura, FL 33180

Misha Podlog
375 Poncahina Drive
Sunny Isles, FL 33160

HAVING BEEN NAMED AS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I AM FAMILIAR WITH AND ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY


Misha Podlog /REGISTERED AGENT

10-21-02
October 21, 2002


Misha Podlog /INCORPORATOR

10-21-02
October 21, 2002


Michael Freiman /INCORPORATOR

10/21/02
October 21, 2002