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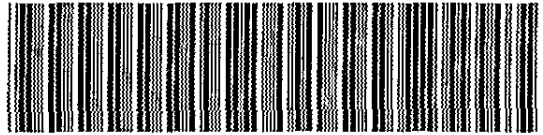
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02 NOV 20 PM 2:51  
STATE  
TALLAHASSEE, FLORIDA

**NOEL'S JEWELRY, INC.**

**27437 State Road 54  
Wesley Chapel, Florida 33543**

November 14, 2002

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Subject: Noel's Jewelry, Inc.

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation of Noel's Jewelry, Inc. Also enclosed is a check in the amount of \$78.75 which represents the cost of the Filing Fees, Certified Copy of the Articles of Incorporation and fee for the Registered Agent Designation for the above named corporation.

Please return my certified copy to the following address:

Noel's Jewelry, Inc.  
27437 State Road 54  
Wesley Chapel, Florida 33543

Very truly yours,

  
Noel Mercado  
President

**ARTICLES OF INCORPORATION**

of

**NOEL'S JEWELRY, INC.**

**FILED**

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**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I - NAME**

The name of the corporation shall be

**NOEL'S JEWELRY, INC.**

**ARTICLE II - PRINCIPAL OFFICE**

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

27437 State Road 54  
Wesley Chapel, Florida 33543

**ARTICLE III - DURATION**

The term of existence of the Corporation is perpetual.

**ARTICLE IV - PURPOSE**

This corporation is organized for the purpose of engaging in retail sales and any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE V - CAPITAL STOCK**

The corporation is authorized to issue on hundred shares (100) of one (\$1.00) par value Common Stock, which shall be designated "common shares".

## **ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS**

The name and address of the initial registered agent is:

Noel Mercado (President)  
27437 State Road 54  
Wesley Chapel, Florida 33543

## **ARTICLE VII - INITIAL BOARD OF DIRECTORS**

This corporation shall have two (2) directors initially. The number of directors may be increased or decreased from time to time by the By-Laws, but shall never be less than one (1) which shall constitute a quorum. The name of the initial directors of the corporation are as follows:

Noel Mercado (President)  
27437 State Road 54  
Wesley Chapel, Florida 33543

Eunice Mercado (Vice-President)  
27437 State Road 54  
Wesley Chapel, Florida 33543

## **ARTICLE VIII - INCORPORATORS**

The name and street address of the incorporator to these Articles of Incorporation is as follows:

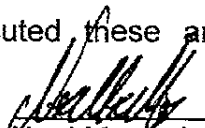
Noel Mercado (President)  
27437 State Road 54  
Wesley Chapel, Florida 33543

## **ARTICLE IX - EFFECTIVE DATE**

The effective date of this corporation shall be:

January 01, 2003

The undersigned has executed these articles of incorporation this 14th day of November, 2002.

 President  
Noel Mercado

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

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the State of Florida.

1. The name of the corporation is:

Noel's Jewelry, Inc.

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

Noel Mercado (President)  
27437 State Road 54  
Wesley Chapel, Florida 33543

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE CERTIFICATE, 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.

SIGNED: \_\_\_\_\_

DATE: \_\_\_\_\_

*[Signature]*

*Nov. 15/02*