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ARTICLES OF INCORPORATION

They undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I-- NAME

The name of the Corporation shall be:
CHANTILLY JEWELS CORP

ARTICLE II -- PRINCIPAL OFFICE

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

7161 SOUTHWEST 117 AVENUE MIAMI, FL 33183

ARTICLE III -- SHARES

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

1000 shares

ARTICLES IV-- INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

RAFAEL J. PRIETO 9280 GRAN CANAL DRIVE MIAMI, FL 33174

ARTICLE V -- INCORPORATOR

The name(s) and street address of the incorporator to these Articles of Incorporation are:

RAFAEL J. PRIETO 9280 GRAN CANAL DRIVE MIAMI, FL 33174

The undersigned incorporator has executed these Articles of Incorporation this

1ST day of JANUARY, 2004.

Signature

ARTICLE VI-- DIRECTOR(S)

The name and street address of the director to these Articles of Incorporation is (are)

DIRECTOR-- PRESIDENT:

RAFAEL J. PRIETO

9280 GRAN CANAL DRIVE MIAMI, FL 33174

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/
REGISTERED OFFICE _

Having been named as Registered Agent and to accept service of process for the above stated corporation at place designated in this 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 related to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Registered Agent