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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.

ESPERANZA JEWELRY, INC.

Certificate of Status	0
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**ARTICLES OF INCORPORATION
OF**

ESPERANZA JEWELRY, INC.

The undersigned, acting as Incorporator of a Florida Corporation under the Florida General Corporation Act, Chapter 607.0401 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME

The name of the Corporation is:

ESPERANZA JEWELRY, INC.

ARTICLE II

PRINCIPLE OFFICE AND MAILING ADDRESS

The principle office of the Corporation is 3941 NW 12 Terrace - Miami, FL 33126. The mailing address of the Corporation is 3941 NW 12 Terrace - Miami, FL 33126.

ARTICLE III

PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which Corporations may be incorporated under the law of the State of Florida.

ARTICLE IV

CAPITAL STOCK

The Corporation is authorized to issue 100 shares of One Dollar (\$1.00) par value Common stock.

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ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 3941 NW 12th Terrace - Miami, FL 33126, and the name of the initial Registered Agent of the Corporation is Esperanza Vilorio.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The Corporation shall initially have one (1) director(s) to hold office until the first annual meeting of the shareholders and successors to said director shall have been duly elected and qualifies, or until the earliest resignation, removal from office, or death of said directors. The number of directors may be either increased or decreased from time to time in accordance with the bylaws of the Corporation. The names and addresses of the initial directors of the Corporation are:

NAME

ADDRESS

Esperanza Vilorio

3941 NW 12 Terrace - Miami, FL 33126.

ARTICLE VII

INCORPORATOR

The name and address of the person signing these Articles is:

NAME

ADDRESS

Esperanza Vilorio

3941 NW 12 Terrace - Miami, FL 33126.

ARTICLE VIII

AMENDMENTS

The power to amend these Articles of Incorporation in accordance with the laws is reserved to the shareholders. Any right conferred upon any shareholder by these Articles of Incorporation is subject to this reservation.

IN WITNESS WHEREOF, the undersigned had executed these Articles of Incorporation this 2nd day of February of 2004.

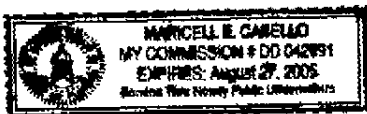


Esperanza Vilorio

STATE OF FLORIDA)
 : SS,
COUNTY OF DADE)

I HEREBY CERTIFY that on this day before me, an officer duly authorized in the state and county aforesaid to take acknowledgments, personally appeared Esperanza Vilorio, who is personally known to me and who did take an oath, who is described in and who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed these Articles of Incorporation.

WITNESS my hand and official seal in the country and state last aforesaid, this February 2nd 2004.





Name:

Maricell E. Cabello

NOTARY PUBLIC
State of Florida

My Commission Expires: Aug 27, 2005
Commission # DD042891

ACCEPTANCE OF DESIGNATION AS A REGISTERED AGENT

I hereby accept the appointment as the initial Registered Agent of ESPERANZA JEWELRY, INC. as made in the foregoing Articles of Incorporation.

DATE: February 2, 2004



Esperanza Vilorio

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