

**Electronic Articles of Incorporation
For**

**P04000035445
FILED
February 24, 2004
Sec. Of State**

CARTER'S FINE JEWELRY, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

CARTER'S FINE JEWELRY, INC.

Article II

The principal place of business address:

7800 SW 58 CT
SOUTH MIAMI, FL. 33143

The mailing address of the corporation is:

7800 SW 58 CT
SOUTH MIAMI, FL. 33143

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

100

Article V

The name and Florida street address of the registered agent is:

JACQUELINE A SALCINES
7800 SW 58CT.
SOUTH MIAMI, FL. 33143

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: JACQUELINE A SALCINES

Article VI

The name and address of the incorporator is:

RODOLFO R GONZALEZ
7800 SW 58 CT.
SOUTH MIAMI, FL 33143

Incorporator Signature: RODOLFO R GONZALEZ

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: PST
RODOLFO R GONZALEZ
7800 SW 58 CT
SOUTH MIAMI, FL. 33143

Title: VP
RODOLFO R GONZALEZ
7800 SW 58 CT
SOUTH MIAMI, FL. 33143

Article VIII

The effective date for this corporation shall be:

02/24/2004