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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION  
OF

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

MARTIN JEWELERS, INC

I, the Subscriber to these Articles of Incorporation, being natural person competent to contract, hereby form a corporation under the Laws of the State of Florida.

ARTICLE I

Name of the Corporation

The name of the corporation shall be MARTIN JEWELERS, INC.

ARTICLE II

Nature of Business

The general nature of the business to be transacted by this corporation is jewelry wholesale and trade service, and any other activities of business permitted under the Laws of the United States of America and the State of Florida.

To manufacture, purchase or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, and services of every kind, class, and description except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal telegraph, telephone, or cemetery company, a building and

loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition. To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, licenses, in the State of Florida, and in all other states and countries. To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgage, transfers of corporate property, or other instruments to secure payment of corporate indebtedness as required. To purchase corporate assets of any other corporation and engage in the same or other character or business. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bond, securities, or other evidences of indebtedness created by any other corporation of the State of Florida, or any other state or government and while owner of such stock to exercise all rights, powers and privileges of ownership, including the right to vote such stock.

### **ARTICLE III**

#### **Capital Stock**

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is 5,000 shares of common stock, \$1.00 par value.

#### **ARTICLE IV**

##### **Initial Capital**

The amount of capital with which this corporation shall begin business is not less than ONE THOUSAND DOLLARS 00/100, (\$1,000.00, U.S.).

#### **ARTICLE V**

##### **Term of Existence**

This corporation is to exist perpetually.

#### **ARTICLE VI**

##### **Principal Place of Business**

The initial street address in this state of the principal office of this corporation is 16059 DAWNVIEW DRIVE, TAMPA, FLORIDA, 33624. The Board of Directors may, from time to time, move the principal office to any other address in the State of Florida.

#### **ARTICLE VII**

##### **Directors**

This corporation shall have not less than One (1) director initially. The number of directors may be increased or diminished from time to time by by-laws adopted by the stockholders.

## ARTICLE VIII

### Members of First Board of Directors

The names and street addresses of the members of the first Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
Carlos Martin	16059 Dawnview Drive Tampa, Fl 33624

## ARTICLE IX

### Subscribers

The name and street address of the subscribers of these Articles of Incorporation, the number of stock shares which they agree to take, and the value of consideration therefore are:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>CONSIDERATION</u>
Carlos Martin	16059 Dawnview Drive Tampa, Fl 33624	1000	\$ 1,000.00

## ARTICLE X

### Preemptive Rights

Every shareholder, upon the sale of cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE XI**

**Registered Agent**

The initial designation of the registered office of this corporation shall be at 16059 Dawnview Drive, Tampa, Florida, 33624 and the registered agent shall be Carlos Martin. Pursuant to Florida Statutes, Section 607.164, having been named to accept process for the above stated corporation, at the place designated in these Articles of Incorporation, I hereby accept and agree to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office.

By: \_\_\_\_\_

CARLOS MARTIN  
REGISTERED AGENT

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TALLAHASSEE, FLORIDA

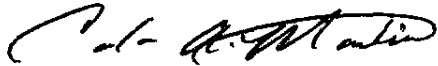
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**ARTICLE XII**

**Amendment**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at the Stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain Amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, I, the Subscriber above named have  
hereunto set my hand and seal this 5<sup>th</sup> day of March,  
2004.

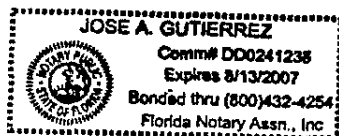


SUBSCRIBER  
CARLOS MARTIN

STATE OF FLORIDA                    )  
  S.S.  
COUNTY OF HILLSBOROUGH        )

I HEREBY CERTIFY, that on this day, before me, a Notary Public  
duly authorized in the State and County above named to take  
acknowledgements, personally appeared CARLOS MARTIN, being  
the person described as subscriber to the foregoing Articles of  
Incorporation of MARTIN JEWELERS, INC, who provided his Florida  
Driver's License, # M635-101-63-340-0 as his personal  
identification, and who acknowledged before me that he subscribed  
to those Articles of Incorporation as his own voluntary act and  
deed for the purposes therein expressed. I further certify that  
GARY DICK, SR. did not take an oath or affirmation.

WITNESS MY HAND AND OFFICIAL SEAL in the County and State  
aforesaid, this 5<sup>th</sup> day of March, 2004.



  
NOTARY PUBLIC  
STATE OF FLORIDA AT LARGE

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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