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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT/NON PROFIT CORPORATION

Bartram Walk Jewelry, Inc.

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Electronic Filing Menu

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
BARTRAM WALK JEWELRY, INC.**

ARTICLE I

Name

The name of the corporation is Bartram Walk Jewelry, Inc. (the "Corporation").

ARTICLE II

Principal Office; Mailing Address

The principal office and mailing address of the Corporation will be at 1958 San Marco Boulevard, Jacksonville, Florida 32207 or such other address as the Board of Directors may from time-to-time designate.

ARTICLE III

Stock

The maximum number of shares with par value that the Corporation is authorized to have outstanding at any one time is One Hundred Thousand (100,000) shares of the par value of One Dollar (\$1.00) each.

ARTICLE IV

Registered Agent

The name of the initial registered agent of this corporation and the street address of the initial registered office of the Corporation is

NAME

Charles R. Curley, Jr.

ADDRESS

1301 Riverplace Blvd., Suite 1500
Jacksonville, Florida 32207

ARTICLE V

Incorporator

The name and address of the sole Incorporator of the Corporation is as follows:

NAME

Charles R Curley, Jr.

ADDRESS

1301 Riverplace Blvd, Suite 1500
Jacksonville, Florida 32207

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ARTICLE VI

Directors

The number of its directors shall not be less than one (1) but may be such greater number as may be elected by the stockholders from time to time.

The name and address of the member of the first board of directors, who shall hold office for the first year of the existence of the Corporation or until her successor is elected or appointed, is:

NAME

ADDRESS

Miriam Bell

1958 San Marco Blvd.
Jacksonville, Florida 32207

ARTICLE VII

Purpose

The general nature of the business or businesses to be transacted is to do all and everything necessary and proper for the accomplishment of the objects necessary or incidental to the benefit and protection of the Corporation, and to transact any lawful business and to exercise all powers granted to corporations by the laws of the State of Florida.

ARTICLE VIII

Perpetual Existence

The Corporation is to have perpetual existence.

ARTICLE IX

Amendment

The Corporation reserves the right to amend, alter, change or repeal any provision contained in its articles of incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

I, the undersigned, being the sole incorporator hereinbefore named for the purpose of forming a corporation to do business both within and without the State of Florida, do make, subscribe, acknowledge, and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and accordingly have hereunto set my hand this 26th of September, 2006.



Charles R. Curley, Jr.
Incorporator

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

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

1. The name of the Corporation is:

Bartram Walk Jewelry, Inc.

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

Charles R. Curley, Jr.
1301 Riverplace Blvd., Suite 1500
Jacksonville, FL 32207

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE 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 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.

By:

Charles R. Curley, Jr.
Registered Agent

September 26, 2006

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