

**Electronic Articles of Incorporation
For**

P07000012122
FILED
January 26, 2007
Sec. Of State
jshivers

SAM'S JEWELRY II, CORP

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:

SAM'S JEWELRY II, CORP

Article II

The principal place of business address:

18901 S DIXIE HWY
11 & 12
PERRINE, FL. US 33157

The mailing address of the corporation is:

174 NE 96 ST
MIAMI, FL. US 33138

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:

PB&A FINANCIAL SERVICES CORP
174 NE 96 ST
MIAMI, FL. 33138

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

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Registered Agent Signature: SANDRA D ARGUELLO

Article VI

The name and address of the incorporator is:

PB&A FINANCIAL SERVICES CORP
174 NE 96 ST

MIAMI, FL 33138

Incorporator Signature: SANDRA D ARGUELLO

Article VII

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

Title: P
MATAT PINKHASOV
18901 S DIXIE HWY SUITE 11-12
PERRINE, FL. 33157 US

Article VIII

The effective date for this corporation shall be:

01/26/2007