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(Requestor's Name)

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(City/State/Zip/Phone #)

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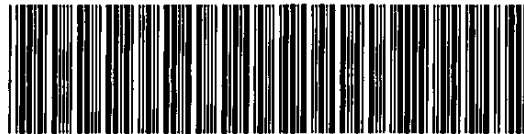
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

cf. 8-2

BRUCE J. ROBBINS

COUNSELOR-AT-LAW

509 So. MARTIN LUTHER KING JR. AVE.
CLEARWATER, FL 33756
PH 727.443.7777 FAX 727.443.7707

MEMBER OF THE BAR
COLORADO
FLORIDA
NEW YORK

NEW YORK OFFICE
65 HICKORY HILL RD
EASTCHESTER, NY 10709-1441
914.793.8685

July 23, 2007

Department of State
Division of Corporation
409 E. Gaines St.
Tallahassee, FL 32399

Re: Articles of Incorporation
SMJ Corporation

Gentlemen:

Transmitted herewith for filing, please find, in duplicate, Articles of Incorporation of the above named company.

Also enclosed please find my check in the sum of \$78.75 to cover your filing, registered agent and certified copy fees.

Kindly forward to me a filing receipt evidencing the foregoing in the enclosed, self-addressed stamped envelope.

Encls.

Very truly yours,


BRUCE J. ROBBINS

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July 31, 2007

Department of State
Division of Corporation
-New Filing Section
Attn: Carolyn Lewis, Document Specialist
409 E. Gaines St.
Tallahassee, FL 32399

Re: # **W07000036169**
Articles of Incorporation
SMJ Jewelry Corp.

Dear Ms. Lewis:

Enclosed please find a copy of your letter of July 27, 2006 rejecting our filing in the name SMJ CORPORATION referencing the captioned number.

Also enclosed for filing, please find, in duplicate, Articles of Incorporation in the revised corporate name noted above.

If found to be satisfactory for filing, kindly forward to me a receipted and certified copy of the Articles evidencing the foregoing in the self-addressed stamped envelope previously provided.

Encls.

Very truly yours,

BRUCE J. ROBBINS



FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 27, 2007

BRUCE J. ROBBINS
509 S. MARTIN LUTHER KING JR. AVE.
CLEARWATER, FL 33756

SUBJECT: SMJ CORPORATION
Ref. Number: W07000036169

We have received your document for SMJ CORPORATION and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6047.

Carolyn Lewis
Document Specialist
New Filing Section

Letter Number: 107A00046871

ORIGINAL

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ARTICLES OF INCORPORATION OF
SMJ Jewelry Corp.

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, do hereby adopt the following Articles of Incorporation: SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE ONE
CORPORATE NAME/ADDRESS

The name of the corporation is **SMJ Jewelry Corp.**. The principal office address of the corporation is **146 Via Condado Way, Palm Beach Gardens, FL 33418.**

ARTICLE TWO
CORPORATE DURATION

The duration of the corporation is perpetual.

ARTICLE THREE
PURPOSE OR PURPOSES

The general purposes for which the corporation is organized are:

(a) To buy, import, acquire, sell, export, design, manufacture, process, repair, engrave, cut, stamp, and otherwise deal in jewelry, gems, precious, semi-precious and imitation stones, gold, silver, platinum and other wares, utensils, ornaments and articles, watches, clocks, optical and photographic goods and supplies, novelties of all kinds, and any other articles related to any of the foregoing items or to a jewelry business, wholesale, retail or manufacturing; and to engage in, carry on and operate any business dealing with or relating to any of the foregoing items or matters.

(b) To engage in, carry on and operate a general mercantile, merchandising, commission, jobbing and brokerage business; to buy, manufacture, produce or otherwise acquire, exchange, sell, import, export, handle, trade and deal in, and otherwise dispose of, either as principal, agent, commission merchant, consultant, factor, broker or otherwise, every and all kinds of goods, wares, merchandise, articles, commodities, produce, materials, provisions, and personal property; and to establish, maintain and operate any and all stores, establishments and businesses for the purpose of carrying on or engaging in any or all of the activities set forth herein.

(c) To purchase or otherwise acquire, and pay for in cash, stocks or bonds of this corporation or otherwise, all or any part of the business, good will, rights, property, and assets of all kind, and assume all or any part of the liabilities, of any corporation, association, partnership or person engaged in any business, included in the purposes and objects herein set forth or incidental thereto.

(d) To acquire, purchase, own, use, hold, improve, lease, rent, mortgage, deal in, sell, convey, and otherwise dispose of any and all real estate.

(e) To apply for, obtain, register, purchase, lease, or otherwise acquire and hold, own, use, exercise, develop, grant licenses in respect of, or otherwise turn no account, operate, introduce and sell, assign or otherwise dispose of any and all trademarks, formula, secret process, trade-names, brands, distinctive marks, copyrights, patents, licenses, and all inventions, improvements and processes used in connection with or secured under letters patent or otherwise, of the United States or of any other country or government, and any governmental

grants, franchises, or concessions.

(f) To borrow money, and from time to time, to make, accept, endorse, execute and issue bonds, debentures, promissory notes, bills of exchange, and other obligations of the corporation for money borrowed or in payment for property acquired or for any of the other objects or purposes of the corporation or its business and to secure the payment of any such obligations by mortgage, pledge, deed, indenture, agreement, or other instrument of trust, or by other lien upon, assignment of, or agreement in regard to, all or any part of the property, rights or privileges of the corporation wherever situated, whether now owned or hereafter to be acquired.

(g) In the absolute discretion of the directors they may use and apply the surplus property, earnings or accumulated profits to the creation and maintenance of a surplus fund, and to the purchase and acquisition of its own capital stock, and it may take said capital stock in payment or satisfaction and to any such extent and manner and upon such terms as the directors shall determine, and may reissue any stock so acquired.

(h) To carry on and undertake any business, undertakings, transaction or operation, commonly carried on or undertaken by promoters, contractors, merchants, consultants, commission men and agents, and in the course of such business to draw, accept, endorse, acquire and sell all or any negotiable or transferable instruments and securities, including debentures, bonds and notes; to form, promote and assist, financially or otherwise, companies, syndicates and associations of all kinds and to give any lawful guaranty in connection therewith or otherwise for the payment of money or for the performance of any obligation or undertaking, but the power conferred by this clause shall be exercised only to the extent permitted by the laws of the State of Florida governing corporations under the Florida Business Corporation Act.

(i) To subscribe for purchase, invest in or otherwise acquire, hold, own, sell, assign, transfer, exchange, mortgage, pledge, or otherwise dispose of, and deal in, any shares of the capital stock or voting trust certificates for any shares of the capital stock of, or any bonds, notes, obligations, or other securities or evidences of indebtedness issued or created by, or any claims against any corporation, public, quasi-public or private, domestic or foreign (including, to the extent permitted by law, securities of the Corporation), and all trust or other certificates for, or receipts evidencing interests in, any such securities, and to issue in exchange therefor shares of the capital stock, bonds, or other obligations of the Corporation, and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other securities or evidences of indebtedness or claims, or interests therein, to possess and exercise, in respect thereof, any and all the rights, powers and privileges of ownership and of individual holders including the right to vote thereon (except in respect of the stock of the Corporation), for any and all purposes, and upon the distribution of the assets or division of the profits of the Corporation, to distribute any such shares of capital stock, voting trust certificates, bonds or other securities, or evidences of indebtedness, or claims, or interests therein, or the proceeds thereof, among the stockholders of the Corporation.

(j) To conduct any or all of its business and do any one or more of the acts and things herein set forth as its purposes outside of the State of Florida and in other states, territories and dependencies of the United States and in any foreign countries, and the Corporation may conduct its said business and do the said acts and things, or any of them, in any of said states, territories, dependencies or foreign countries, and may have one or more offices outside of the State of Florida and may hold, purchase or otherwise acquire, mortgage or convey real or personal property of every kind outside of said State.

(k) And the Corporation shall have power to carry on any or all of the businesses hereinbefore set forth or any business similar thereto and convenient in connection therewith, and to do any or all acts and things hereinbefore set forth as its objects or purposes, and to do any act and exercise any power which a co-partnership or individual person could lawfully do and exercise, so far as may be necessary or proper for carrying out any of the purposes for which the

Corporation is organized, but the Corporation shall not do any act or things forbidden by any law to a corporation organized under the law of the said State of Florida.

l) The foregoing clauses shall be construed as objects and powers in furtherance, and not in limitation, of the general powers conferred by the laws of the State of Florida; and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of the corporation, and that this Corporation may do anywhere in the world all and everything necessary, suitable or proper for the accomplishment or furtherance of any of the purposes, objects, or powers hereinabove enumerated, either alone or in association with other corporations, firms, or individuals, to the same extent and as fully as individuals might or could do as principals, agents, contractors or otherwise.

ARTICLE FOUR CAPITALIZATION

The aggregate number of shares which the corporation is authorized to issue is one million (1,000,000) shares. Such shares shall be of a single class and shall have a par value of (\$0.01/100) Dollar (\$0.01) per share.

ARTICLE FIVE REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is **146 Via Condado Way, Palm Beach Gardens, FL 33418**; and the name of its initial registered agent at such address is **Henry Oberman**.

ARTICLE SIX DIRECTORS

The number of directors constituting the initial Board of Directors of the corporation is (1) one. The names and addresses of each person who is to serve as a member of the initial Board of Directors are:

Name:

Henry Oberman

Address:

**146 Via Condado Way
Palm Beach Gardens, FL 33418**

ARTICLE SEVEN INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is:

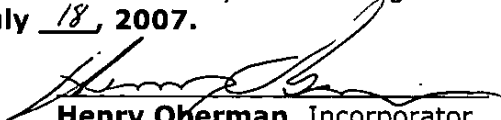
Name:

Henry Oberman

Address:

**146 Via Condado Way
Palm Beach Gardens, FL 33418**

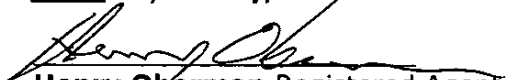
EXECUTED by the undersigned at Redington Shores, Pinellas County, Florida, on
July 18, 2007.


Henry Oberman, Incorporator

ACKNOWLEDGMENT OF APPOINTMENT AS REGISTERED AGENT

Having been named to accept service of process for the above-stated corporation, at the place designated hereinabove, I hereby agree to act in this capacity; and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties; and I accept the duties and obligations of Section 607.325 of the Florida General Corporation Act.

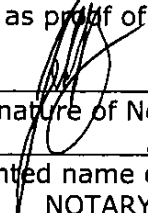
DATED: this 18 day of **July, 2007**


Henry Oberman Registered Agent

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 18
day of July, 2007, by **Henry Oberman**, who is personally known to me, or has
produced as proof of identity FL DL, and who did take an oath.

signature of Notary public


printed name of Notary public

NOTARY PUBLIC

STATE OF FLORIDA AT LARGE

COMMISSION NUMBER: _____

My Commission Expires: 10/25/2010



PREPARED BY:

BRUCE J. ROBBINS, ESQ.
509 So. Martin Luther King Jr. Ave.
Clearwater, FL 33756

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA