

Div. 13 JUL 13 2011 10:14AM

CAPITAL CONNECTION

NO. 6198 P. 1

Page 1 of 1

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H11000180047 3)))



H110001800473ABOV

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 617-6380

From:

Account Name : YOUR CAPITAL CONNECTION, INC.
Account Number : 120000000257
Phone : (850) 224-8870
Fax Number : (850) 222-1222

FILED
11 JUL 13 PM 3:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address: _____

RECEIVED
11 JUL 13 AM 11:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COR AMND/RESTATE/CORRECT OR O/D RESIGN
JR DEBELLARD FINE JEWELRY INC.

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$35.00

*Amended and
Restated Art /mc*

Electronic Filing Menu

Corporate Filing Menu

Help

TR 7-13-4

FILED
11 JUL 13 PM 3:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
JR DEBELLARD FINE JEWELRY INC.**

Original Articles of Incorporation filed with
the Florida Department of State on
November 7, 2007

On July 12, 2011, the sole director and sole shareholder of JR Debellard Fine Jewelry Inc. (the "Corporation"), duly adopted the following amended and restated articles of incorporation pursuant to the provisions of Sections 607.1003 and 607.1007 of the Florida Business Corporation Act:

ARTICLE I

Name

The name of the corporation is GERLIA INC. (hereinafter called the "Corporation").

ARTICLE II

Principal Office

The address of the principal office and the mailing address of the Corporation is 36 N.E. 1st Street, Suite 810, Miami, Florida 33132.

ARTICLE III

Capital Stock

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of Shares Authorized</u>	<u>Par Value Per Share</u>	<u>Class of Stock</u>
100	\$1.00	common

ARTICLE IV

Registered Office and Registered Agent

The street address of the Corporation's registered office in the State of Florida is 2750 N.E. 185th Street, Suite 306, Aventura, Florida 33180, and the name of its registered agent at such office is Louis R. Montello.

ARTICLE V

Indemnification

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by any law in existence either now or hereafter.

ARTICLE VI

Board of Directors

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's bylaws.

IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation on July 12, 2011.

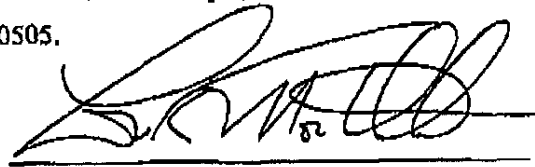
JR DEBELLARD FINE JEWELRY INC.

By 
Juan de Bellard,
President

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of JR Debellard Fine Jewelry Inc., hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes Section 607.0505.

July 12, 2011


Louis R. Montello,
Registered Agent

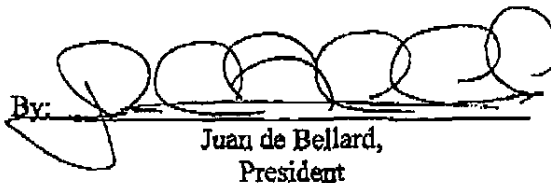
**CERTIFICATE
OF THE
PRESIDENT
OF
JR DEBELLARD FINE JEWELRY INC.**

Pursuant to the provisions of Section 607.1007(4) of the Florida Business Corporation Act, the undersigned hereby certifies as follows:

(a) The Amended and Restated Articles of Incorporation of JR Debellard Fine Jewelry Inc. (the "Corporation"), attached hereto contain certain amendments to the Corporation's Articles of Incorporation that require shareholder approval.

(b) The Corporation has only one class of capital stock outstanding and the Corporation's shareholder duly adopted all of the amendments set forth in the Corporation's Amended and Restated Articles of Incorporation by unanimous written consent on July 12, 2011, pursuant to Section 607.0704 of the Florida Business Corporation Act.

JR DEBELLARD FINE JEWELRY INC.

By: 

Juan de Bellard,
President