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SECRETARY OF STATE DIVISION OF CORPORATIONS

\$ 12/11/08

MOODY, SALZMAN & LASH

ATTORNEYS & COUNSELORS AT LAW

500 EAST UNIVERSITY AVENUE, SUITE A POST OFFICE DRAWER 2759

GAINESVILLE, FLORIDA 32602

TELEPHONE (352) 373-6791 TELEFAX (352) 377-2861 FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

2008 DEC 10 PM 2: 26

C. GARY MOODY
BOARD CERTIFIED IN CIVIL TRIAL LAW
CERTIFIED FAMILY MEDIATOR
ANTHONY J. SALZMAN
BOARD CERTIFIED IN WORKERS' COMPENSATION
CERTIFIED CIRCUIT MEDIATOR
ROBERT A. LASH
Also CERTIFIED GENERAL CONTRACTOR

PERSONAL INJURY AND WRONGFUL DEATH WORKERS' COMPENSATION FAMILY LAW CONSTRUCTION LAW GENERAL PRACTICE

November 26, 2008

Corporate Records Bureau Division of Corporations Department of State P.O. Box 6327 Tallahassee, FL 32314

RE: LANG JEWELERS CORPORATION

Dear Sir or Madam:

Enclosed please find:

- 1. Articles of Incorporation of LANG JEWELERS CORPORATION, a profit corporation.
- 2. Designation of Resident/Registered Agent and acceptance by such agent.
- 3. My firm check in the amount of \$78.75 for:
 - a. Filing Fee;
 - b. Certified Copy of Charter;
 - Registered Agent Designation Fee.

Please file the subject documents, and forward the Certified Copy to my above-shown address.

Very truly yours,

Anthony/J./Salz

AJS/dg Enclosures



FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

2008 DEC 10 PM 2: 26

December 2, 2008

ANTHONY J. SALZMAN, ESQUIRE 500 EAST UNIVERSITY AVENUE SUITE A GAINESVILLE, FL 32602

SUBJECT: LANG JEWELERS CORPORATION

Ref. Number: W08000053757

We have received your document for LANG JEWELERS 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):

Florida law requires the street address of the principal office and, if different the mailing address of the entity. A post office box is not acceptable for the principal office.

This document was previously filed on July 1, 1998.

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.

An effective date <u>may</u> be added to the Articles of Incorporation <u>if a 2009 date is needed</u>, otherwise the date of receipt will be the file date. <u>A separate article must be added to the Articles of Incorporation for the effective date.</u>

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) 245-6973.

Claretha Golden Regulatory Specialist II New Filing Section

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

Letter Number: 108A00058900

ARTICLES OF INCORPORATION

宇山管道 SECRETARY OF STATE DIVISION OF CORPORATIONS

S. 10

OF

2008 DEC 10 PM 2: 26

MATTHEW LANG, INC.

ARTICLE I. CORPORATE NAME.

The name of this corporation is MATTHEW LANG, INC.

ARTICLE II. ADDRESS OF PRINCIPAL OFFICE.

The address of the principal office of this corporation is 5200 NW 43rd Street, Suite 102-315, Gainesville, FL 32606. The mailing address for this corporation is P.O. Drawer 2759, Gainesville, FL 32602.

ARTICLE III. NATURE OF BUSINESS AND POWERS.

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE IV. CAPITAL STOCK.

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 1,000 shares of common stock with a par value of \$1.00.

ARTICLE V. TERM OF EXISTENCE.

This corporation shall have perpetual existence commencing upon filing of these articles.

ARTICLE VI. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

The registered agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Anthony J. Salzman MOODY, SALZMAN & LASH 500 E. University Avenue, Suite A Gainesville, Florida 32602-2759 The Board of Directors, from time to time, may move the Registered Office to any other address in the State of Florida.

ARTICLE VII. BOARD OF DIRECTORS.

This Corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by By-laws adopted by the stockholders, but shall never be less than one.

ARTICLE VIII. INITIAL DIRECTORS.

The names of the initial directors of this Corporation and their street addresses are:

Matthew S. Lang 5200 NW 43rd Street, Ste. 102-315 Gainesville, FL 32606

Stacy B. Lang 5200 NW 43rd Street, Ste. 102-315 Gainesville, FL 32606

The persons named as initial directors shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE IX. INCORPORATORS.

The name and street address of the persons signing these Articles of Incorporation as the Incorporators are:

Matthew S. Lang 5200 NW 43rd Street, Ste. 102-315 Gainesville, FL 32606

ARTICLE X. 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 a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XI. BY-LAWS.

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

ARTICLE XII. RESTRICTIONS ON TRANSFER OF STOCK.

Shares of capital stock of this Corporation shall be issued initially to the following persons and in the amounts set opposite their names:

ONE THOUSAND (1,000) SHARES - MATTHEW S. LANG

Shares held by the initial shareholders listed above may not be resold or otherwise transferred to other persons unless first offered to the remaining shareholders or to the Corporation. The price and terms of which, and the time within which, those shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this corporation.

ARTICLE XIII. STOCK ENDORSEMENT.

Each share of stock issued subject to these bylaws shall be endorsed as follows:

"Transfer, pledge, hypothecation, sale, assignment, gift or other disposition of this stock is restricted by an article of the bylaws of this corporation, a copy of which is on file at the office of the corporation."

Articles of Incorporation	
Page 4	

ARTICLE XIV. INDEMNIFICATION.

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on the 4th day of December, 2008.

INCORPORATOR

Matthew S. Lang

STATE OF FLORIDA COUNTY OF ALACHUA

The foregoing instrument was acknowledged before me this <u>9th</u> day of December, 2008 by MATTHEW S. LANG, who is □ personally known to me or has produced

identification, and who did not take an oath.

Identification Produced: FL. D.L.



NOTARY PUBLIC

Typed Name:

Commission No.:

Commission Expires:

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED as Registered Agent to Accept Service for the above-stated corporation, I hereby agree to act in this capacity, and I further agree to comply with all the provisions of all statutes relative to the proper and complete performance of my duties and obligations of Section 607.0505, Florida Statutes.

ANTHONY J. S.A.L.

Registered Agent