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(Requestor's Name)

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(City/State/Zip/Phone #)

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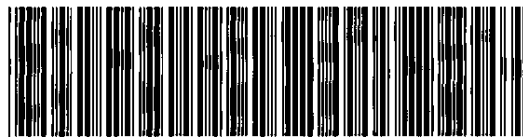
(Business Entity Name)

(Document Number)

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2009 MAY 28 PM 12:02

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

J. Shivers MAY 29 2009

W09-23305  
509

PALMER ACCOUNTING & BOOKKEEPING SERVICE, INC.

P.O. BOX 60302  
FT. MYERS, FL 33906  
239-277-3158

May 8, 2009

Florida Dept. of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

Dear Sirs:

Enclosed please find the original plus one copy of the Articles of Incorporation for PONDELLA JEWELRY & ESTATES, INC. along with a check for \$122.50 for the incorporate fee.

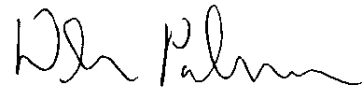
It would be appreciated if you will forward the certified copy after filing to the following address:

Palmer Accounting & Bookkeeping Service, Inc.  
P.O. Box 60302  
Ft. Myers, FL 33906

If you have any questions, or if the name is not available, you can call me at 239-277-3158.

Thank-you for your assistance.

Sincerely,



Debra Palmer

enclosures

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TALLAHASSEE, FLORIDA

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
PONDELLA JEWELRY & ESTATES, INC.

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I - NAME AND ADDRESS

The name of the corporation shall be Pondella Jewelry & Estates, Inc. The corporation's principal office and mailing address is: 390 Pondella Road, Unit 10, N. Ft. Myers, FL 33903.

ARTICLE II - DURATION

The corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE III - PURPOSE

The corporation may engage in activity or business permitted under the laws of the State of Florida.

ARTICLE IV - STATED CAPITAL

The corporation is authorized to issue the following capital stock:

<u>No. Shares</u>	<u>Classification</u>	<u>Par Value</u>
500	Common	1.00

The shares of stock may be issued for cash, property, real or personal, or labor or services actually performed for the corporation at a just value fixed by the Board of Directors. Consideration for the stock shall not be less than par value and shares may not be issued until fully paid.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 390 Pondella Road, Unit 10, N. Ft. Myers, FL 33903.

The name of the initial registered agent at that address is Jo-Ann Teixeira.

ARTICLE VI - BOARD OF DIRECTORS

The corporation shall have one director initially. The number of directors may be increased from time to time thereafter in accordance with the bylaws of the corporation but shall never be less than one. The name and street address of the initial director of this corporation is:

Jo-Ann Teixeira

3221 McGregor Blvd.

Ft. Myers, FL 33901

ARTICLE VII - INCORPORATOR

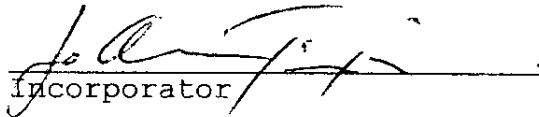
The name and address of the incorporator of the corporation is:

Jo-Ann Teixeira, 3221 McGregor Blvd., Ft. Myers, FL 33901

ARTICLE VIII - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of the corporation of the same kind, class or series as he/she already holds, shall have the right to purchase his or her pro-rata share thereof (as nearly as may be done without issuance of a fractional share) at the price at which it is offered to others.

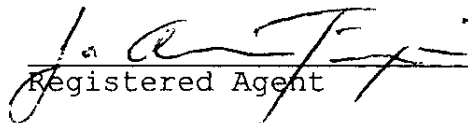
IN WITNESS THEREOF, the undersigned, as incorporator, hereby  
executes these Articles of Incorporation this 12 day of  
MAY, 2009.

  
Incorporator

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered  
Agent of PONDELLA JEWELRY & ESTATES, INC.

Dated this 12 day of MAY, 2009.

  
Registered Agent

STATE OF FLORIDA )

COUNTY OF LEE )

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

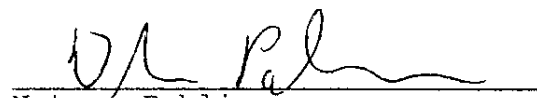
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BEFORE ME, the undersigned authority, personally appeared  
JO-ANN TEIXEIRA, to me well known and known to  
me to be the person described in and who executed the foregoing  
instrument, and acknowledged to and before me that the instrument  
was executed for the purposes therein expressed.

WITNESS my hand and official seal this 12 day of  
MAY, 2009.

NOTARY PUBLIC-STATE OF FLORIDA  
Debra Palmer  
Commission #DD686746  
Expires: JUNE 18, 2011  
BONDED THRU ATLANTIC BONDING CO., INC.

  
Notary Public  
State of Florida at Large  
My commission expires:

6/18/2011