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JAMES K. REESE, EA

1201 North Third Street • Jacksonville Beach, Florida 32250 • (904) 241-0050 • Fax (904) 241-0752

June 15, 2009

Department of State Divisions of Corporations P.O. Box 6327 Tallahassee, FL 32314

Re: Articles of Incorporation for Inspired By Jewelry, Inc.

Dear Sir or Madam:

Enclosed are (2) original Articles of Incorporation for Inspired By Jewelry, Inc along with my check in the amounts of \$70.00. Please file the Articles and return one copy to me at the above address.

If you have questions, please do not hesitate to call me.

Sincerely,

James K. Reese, EA

Enclosures: Articles of Incorporation (2 copies) Check in the amount of \$70.00

APPRUVI AND FILED

ARTICLES OF INCORPORATION

OF

09 JUN 17 PM 8: 21 SECRETARY OF STATE TALLAHASSEE, FLORIDA

INSPIRED BY JEWELRY, INC.

ARTICLE I - NAME

The name of this corporation shall be:

INSPIRED BY JEWELRY, INC.

The general nature of the business to be transacted by this corporation is:

To engage in services and activities associated with decision-making in the public and private sector.

To engage in any other lawful business, to purchase, or otherwise acquire, and to own, mortgage, pledge, sell, convey, assign, transfer, or otherwise dispose of, and to invest in and hold real or personal property, of every class, kind, and description, and to otherwise engage in any legal business or activity permitted under the laws of the State of Florida and in all other States and counties.

To conduct said business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, and license in the State of Florida and in all other States and counties.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidence of indebtedness, and execute such mortgages and transfers of corporate indebtedness as required.

To purchase the corporate assets of any other corporation and engage in the same or other character of business.

To guarantee, endorse, purchase, hold, sell, mortgage, transfer, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, of any other corporation of the State of Florida or any other State or Government, and while owner of such stock to exercise all of the rights, powers, and privileges of ownership, including the right to vote such stock.

ARTICLE II - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares at no par value.

ARTICLE III - PREEMPTIVE RIGHT

Holders of the common stock shall have the right to subscribe and purchase their pro rata shares of any new common stock which may be issued by the corporation.

ARTICLE IV - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V - PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation shall be at 171641 Hodges Road, Hilliard, FL 32046.

ARTICLE VI - INITIAL REGISTERED AGENT & ADDRESS

The name and address of the initial registered agent is Tracey Conner, at 171641 Hodges Road, Hilliard, FL 32046

ARTICLE VII - DIRECTORS

This corporation shall not have more than one (1) director initially. The number of directors may be increased or diminished from time to time by By-Laws adopted by the stockholders.

ARTICLE VIII - INITIAL DIRECTORS AND OFFICERS

The name and address of the Initial Director and Officers are:

NAME

ADDRESS

Tracey Conner

171641 Hodges Road Hilliard, FL 32046

ARTICLE IX - INCORPORATOR

The name and street address of the Incorporator of these Articles of Incorporation is:

NAME

ADDRESS

Tracey Conner

171641 Hodges Road Hilliard, FL 32046

ARTICLE X - AMENDMENTS

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 stockholders' meeting by a majority of the stockholders entitled to vote thereon, unless all the Directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

ARTICLE XI - SPECIAL PROVISION

It is the intent of the incorporator that the corporation will qualify under Section 1244 of the Internal Revenue Code and that the corporation will file as a Subchapter S corporation.

ARTICLE XII - EFFECTIVE DATE

These Articles of Incorporation shall be effective on the date of filing.

Tracey Conner Incorporator

STATE OF FLORIDA COUNTY OF Duval

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in State and County named above to take acknowledgments, personally appeared Tracey Conner to me known to be the person described as subscribed in and executed the foregoing Articles of Incorporation, and acknowledged

before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above on this the $///^{*}$ day of //// day of ///// , 2009.

MY COMMISSION # DD490416
EXPIRES: Nov. 14, 2009
(407) 398-0153
Florida Notary Service.com

APPRUN: AND FILED

09 JUN 17 PH 8: 21

CERTIFICATE OF DESIGNATION CRETARY OF STATE

REGISTERED AGENT/REGISTERED OFFICE

The name of the corporation is:

INSPIRED BY JEWELRY, INC.

The name and address of the Registered Agent and Office

Tracey Conner 171641 Hodges Road Hilliard, FL 32046

SIGNATURE MACL Combo

Tracey Conner

TITLE President

DATE 514-19

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statues relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

GNATURE MACY

DATE

racey Conner