



8920 SEMINOLE BLVD.
SEMINOLE, FL 34042
(813) 397-3892/392-6587
1-800-899-6659

P95000001726

Secretary of State
Division of Corporations
409 Gaines Street
PO Box 6327 Tallahassee, FL 32314-6327

January ³/₈, 1995

Re: ZOLTAN JEWELRY INC.

FILED
-01/05/95--011033--0004
*****70.00 *****70.00

Gentlemen:

Enclosed please find two sets of originals of the Articles of Incorporation for the above referenced corporation. I have also enclosed a check in the amount of \$70.00 for filing of the Articles of Incorporation (this includes designation of registered agent). It is my understanding that your office will return a date-stamped copy of the articles of incorporation for the corporation and, therefore, I am not including the additional \$52.50 for the certified copy.

Thankyou for your prompt attention to this matter. If you should have any questions, please give me.

Yours very truly,

David B. Wilson
Business Consultant

FILED
95 JAN -5 AM 9 41
STATE
TALLAHASSEE

ARTICLES OF INCORPORATION
OF
ZOLTAN JEWELRY INC.

The undersigned incorporator of these Articles of Incorporation does hereby form a corporation pursuant to the Florida General Corporation Act and does hereby adopt the following Articles of Incorporation:

ARTICLE ONE
NAME AND PRINCIPAL OFFICE

The name of this Corporation is ZOLTAN JEWELRY INC. The corporations principal office is located at 5100 East Bay Drive, Unit #401, Clearwater, Florida 34642

FILED
95 JAN -5 PM 3 41
CLERK OF DISTRICT COURT
FLORIDA
CLEARWATER

ARTICLE TWO
DURATION

The Corporation is to exist perpetually.

ARTICLE THREE
PURPOSE

This Corporation is organized to transact any and all lawful business for which Corporations may be incorporated under the Florida General Corporation Act, including purchase and resale of products.

ARTICLE FOUR
CAPITAL STOCK

The aggregate number of shares which this corporation is authorized to issue is 10,000 shares of Common Stock, each having a par value of One Dollar (\$1.00). Once issued, all shares shall be deemed fully paid and non-assessable.

ARTICLE FIVE
PREEMPTIVE RIGHTS

Each shareholder of stock of this Corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the Corporation and any securities of the Corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

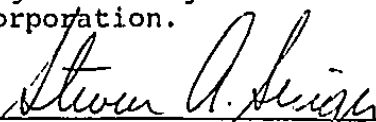
ARTICLE SIX
TRANSFER OF SHARES

All of the issued and outstanding shares of the Corporation shall be made subject to restrictions on transferability by agreement among the holders of the shares. A copy of such agreement shall be kept on file at the principal office of the Corporation and shall be subject to inspection by stockholders of record and bona fide creditors of the Corporation at reasonable times during business hours.

ARTICLE SEVEN
REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation 5100 East Bay Drive, Unit # 401 Clearwater, Florida 34642 and the name of the initial registered agent at such address is Steven A. Singer, whose acceptance is noted below.

I am familiar with and accept the duties and responsibilities as registered agent for this Corporation.


Accepted by Steven A. Singer

ARTICLE EIGHT
DIRECTORS

The Board of Directors will consist of no less than one and no more than five Directors, the exact number to be determined by the Bylaws (with any modification or change in number, within this range, to also be by amendment to the Bylaws). The initial Board of Directors will consist of 2 (Two) members: Steven A. Singer and Elizabeth F. Mulder

ARTICLE NINE
INCORPORATOR

The name and address of the person signing these Articles is:
Steven A. Singer, 5100 East Bay Drive, Unit # 401, Clearwater
Florida 34642

ARTICLE TEN
INDEMNIFICATION

The Corporation shall indemnify any Officer or Director, or
any former Officer and Director, to the full extent permitted
by law.

ARTICLE ELEVEN
OTHER PROVISIONS

There are no other provisions for the regulation of the
internal affairs of this Corporation except as set forth in
the Bylaws of this Corporation.

In Witness Whereof, the undersigned Incorporator has executed
these Articles of Incorporation this 5th day of January, 1995.

Steven A. Singer
By: Steven A. Singer

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged and sworn to by me
this 5th day of January, 1995 by Steven A. Singer, who () is
personally known to me (X) produced

Florida Driver license as identification

Dana Bremer (signature of notary)

(SEAL) Dana Bremer (printed name of notary)

CC 182423 (serial number, if any)



DANA BREMER
MY COMMISSION # CC 182423 EXPIRES
March 22, 1996
BONDED THRU TROY FARM INSURANCE, INC.