

P95000006187

TERRY WEINSHANK
1701 N E 63RD COURT
FT LAUDERDALE, FL 33334

STATE OF FLORIDA
DIVISION OF CORPORATIONS
409 E. GAINES STREET
TALLAHASSEE, FL 32399

300001386133
-01/20/95--01115--005
****122.50 ****122.50

RE: APPEARANCE CORPORATION

DEAR SIR:

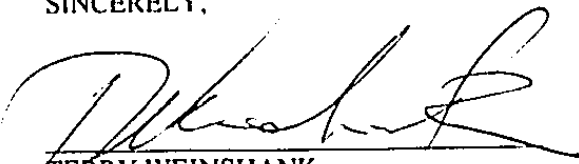
PLEASE FILE THE ENCLOSED ARTICLES OF INCORPORATION.
ENCLOSED IS A CHECK FOR \$122.50 TO COVER THE FOLLOWING
COSTS:

FILING FEES	\$35.00
REGISTRATION OF AGENT	35.00
CERTIFIED COPY	52.00

\$122.50

YOUR ASSISTANCE IS GREATLY APPRECIATED.

SINCERELY,


TERRY WEINSHANK

H. SIMS JAN 20 1995

FILED
95 JAN 20 PM 3:59
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
THE UNDERSIGNED HEREBY MAKES, SUBSCRIBES, ACKNOWLEDGES
AND FILES THE FOLLOWING ARTICLES OF INCORPORATION.

ARTICLE I

THE NAME OF THIS CORPORATION SHALL BE APPEARANCE
CORPORATION

ARTICLE II

THE STREET ADDRESS IN THIS STATE OF THE PRINCIPAL OFFICE OF
THIS CORPORATION SHALL BE: 1701 N.E. 63RD COURT
FT. LAUDERDALE, FL. 33334

ARTICLE III

THE CORPORATION SHALL HAVE PERPETUAL EXISTENCE,
COMMENCING WITH THE DATE OF FILING OF THESE ARTICLES.

ARTICLE IV

THE GENERAL NATURE OF THE BUSINESS TO BE CONDUCTED BY THIS
CORPORATION SHALL BE: WHOLESALE JEWELRY

(1) TO ENGAGE IN ANY AND ALL LAWFUL BUSINESSES, TRADES,
OCCUPATIONS AND PROFESSIONS.

(2) TO CONTRACT DEBTS AND BORROW MONEY, ISSUE AND SELL OR
PLEDGE BONDS, DEBENTURES, NOTES AND OTHER EVIDENCES OF
INDEBTEDNESS AND EXECUTE SUCH MORTGAGE TRANSFERS TO
CORPORATE PROPERTY OR OTHER INSTRUMENTS TO SECURE THE
PAYMENT OF CORPORATE INDEBTEDNESS AS MAY BE REQUIRED.

(3) TO PURCHASE THE CORPORATE ASSETS OF ANY OTHER
CORPORATION AND ENGAGE IN THE SAME OR OTHER CHARACTER OF
BUSINESS.

(4) TO ENTER INTO, MAKE, PERFORM AND CARRY OUT CONTRACTS AND
AGREEMENTS OF EVERY KIND AND FOR EVERY LAWFUL PURPOSE
WITHOUT LIMIT AS TO AMOUNT WITH ANY PERSON, FIRM, ASSOCIATION
OR CORPORATION, AND TO TRANSACT ANY FURTHER AND OTHER
BUSINESS NECESSARILY CONNECTED WITH THE PURPOSE OF THIS
CORPORATION TO CALCULATE TO FACILITATE SAME.

(5) TO CARRY ON ANY OR ALL OF ITS OPERATIONS AND BUSINESSES,
AND TO PROMOTE ITS PURPOSES HEREIN THE STATE OF FLORIDA OR

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CLERK OF DISTRICT COURT
NINTH JUDICIAL CIRCUIT
STATE OF FLORIDA

ELSEWHERE, WITHOUT RESTRICTION AS TO PLACE OR AMOUNT, AND TO USE, EXERCISE AND ENJOY ALL OF THE GENERAL POWERS OF LIKE CORPORATIONS

(6) TO DO ANY OR ALL OF THE THINGS HEREIN SET FORTH TO THE SAME EXTENT AS NATURAL PERSONS MIGHT OR COULD DO, AND IN ANY PART OF THE WORLD AS PRINCIPALS, AGENTS, CONTRACTORS OR OTHERWISE, ALONE, OR IN COMPANY WITH OTHERS, AND TO DO AND PERFORM ALL SUCH OTHER THINGS AND ACTS AS MAY BE NECESSARY, PROFITABLE OR EXPEDIENT IN CARRYING ON ANY OF THE BUSINESS OR ACTS ABOVE NAMED.

(7) TO DO ALL THINGS ENUMERATED, SET FORTH AND AUTHORIZED BY FLORIDA STATUTES 1975, SECTION 607.011.

ARTICLE V

THE MAXIMUM NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY TIME SHALL BE AS FOLLOWS: 100 SHARES AT ONE DOLLAR (\$1.00) PAR VALUE. THE ENTIRE VOTING POWER OF THE CORPORATION SHALL BE VESTED IN THE COMMON STOCKHOLDERS, AND EACH SHARE OF COMMON STOCK SHALL BE ENTITLED TO ONE VOTE, AS SHALL BE MORE FULLY SET FORTH AND DETERMINED IN THE BY-LAWS OF THIS CORPORATION. OTHER RIGHTS AND INTERESTS ACCRUING TO EACH SHARE OF COMMON STOCK WHICH ARE NOT CONTAINED IN THESE ARTICLES OF INCORPORATION SHALL BE MORE FULLY DETERMINED AND SET FORTH IN THE BY-LAWS.

ARTICLE VI

EVERY SHAREHOLDER, UPON THE SALE FOR CASH OF ANY NEW STOCK OF THIS CORPORATION OF THE SAME KIND, CLASS, OR SERIES AS THAT WHICH HE ALREADY HOLDS, SHALL HAVE THE RIGHT TO PURCHASE HIS PRO RATA SHARE THEREOF (AS NEARLY AS MAY BE DONE WITHOUT ISSUANCE OF FRACTIONAL SHARES) AT THE PRICE AT WHICH IT IS OFFERED TO OTHERS.

ARTICLE VII

THIS CORPORATION SHALL HAVE TWO DIRECTORS INITIALLY. THE NUMBER OF DIRECTORS MAY BE EITHER INCREASED OR DIMINISHED FROM TIME TO TIME BY THE BY-LAWS BUT SHALL NEVER BE LESS THAN ONE. THE NAME AND ADDRESS OF THE INITIAL DIRECTOR:

TERRY WEINSHANK
1701 N.E. 63RD COURT
FT. LAUDERDALE, FL. 33334

KATHY WEINSHANK
1701 N.E. 63RD COURT
FT. LAUDERDALE, FL. 33334

ARTICLE VIII

THE NAMES OF THE OFFICER OF THIS CORPORATION WHO SHALL HOLD OFFICE FOR THE FIRST YEAR OR UNTIL THEIR SUCCESSORS ARE CHOSEN ARE

NAME	OFFICE HELD
TERRY WEINSHANK	PRESIDENT
KATHY WEINSHANK	VICE PRESIDENT
TERRY WEINSHANK	SECRETARY/TREASURER

ARTICLE IX

THE STREET ADDRESS OF THE INITIAL REGISTRATION OFFICE OF THIS CORPORATION IS 1701 N.E. 63RD COURT FT. LAUD. FL. 33334

THE NAME OF THE INITIAL REGISTRATION AGENT OF THIS CORPORATION AT THAT ADDRESS IS : TERRY WEINSHANK

I HEREBY ACCEPT MY APPOINTMENT AS REGISTERED AGENT

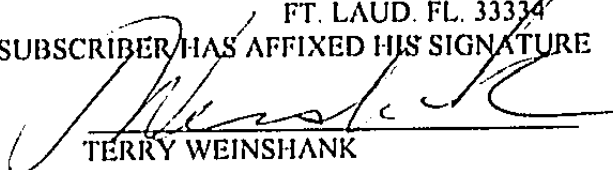

TERRY WEINSHANK

ARTICLE X

THE NAME AND STREET ADDRESS OF THE SUBSCRIBER TO THESE ARTICLES OF INCORPORATION ARE AS FOLLOWS: TERRY WEINSHANK
1701 N.E. 63RD COURT
FT. LAUD. FL. 33334

IN WITNESS WHEREOF, THE SUBSCRIBER HAS AFFIXED HIS SIGNATURE

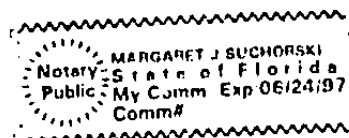
STATE OF FLORIDA
COUNTY OF BROWARD


TERRY WEINSHANK

BEFORE ME, THE UNDERSIGNED AUTHORITY, PERSONALLY APPEARED TERRY WEINSHANK WHO, AFTER BEING DULY SWORN, ACKNOWLEDGED THAT HE EXECUTED THE FOREGOING ARTICLES OF INCORPORATION FOR THE PURPOSE THEREIN EXPRESSED.

DATED AT POMPANO BEACH FLORIDA BROWARD COUNTY,
THIS 17TH DAY OF JANUARY 1995


NOTARY PUBLIC



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95 JAN 20 PM 3 59
NOTARY PUBLIC
STATE OF FLORIDA