PUBLIC ACCESS SYSTEM (((H950000)1959))) ELECTOR OIVISION OF CORPORATIONS DEPARTMENT OF STATE

ELECTRONIC FILING COVER SHEET

FROM: CORPORATE CREATIONS MIAMI

4437 SHERTDAN AVE

STATE OF FLORIDA 409 EAST GAINES STREET TALLAHASSEE, FL 32399 FAX: (904) 922-4000

MIAMI BEACH FL 33149-990099999999 CONTACT: JOSEPH PHONE: (305) 538-9091 FAX: (305) 538-8994 TYPE: FLORIDA PROFIT CORPORATION OR P.A.

(((H95000001959)))

DOCUMENT TYPE:

NAME: MILANO PIERO HORTH AMERICA, INC.

DATE REQUESTED: 02/16/1995

CERTIFIED COPIES: 0 NUMBER OF PAGES: 4 ESTIMATED CHARGE: \$78.75

CURRENT STATUS: REQUESTED TIME REQUESTED: 18:31:35 CERTIFICATE OF STATUS: 1 METHOD OF DELIVERY: FAX

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** ENTER 'M' FOR MENU. ** ACCOUNT NUMBER: 075114001215

EFFECTIVE DATE 2. 3. suis/1. 1)

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Articles of Incorporation of Milano Piero North America, Inc.

SE FEB 17 MM

Article I. Name

The name of this Florida corporation is Milano Piero North America. The.

Article II. Address

EFFECTIVE DATE

The mailing address of the Corporation is:

Milano Piero North America, Inc. 2299 S.W. 37th Avenue, Suite 2A Miami, FL 33145

Article III. Capital Stock

The Corporation shall have the authority to issue 2000 shares of common stock, par value \$.01 per share.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:

Corporate Creations Enterprises Inc. 4521 PGA Boulevard, Suite 211 Palm Beach Gardens, FL 33418

Article V. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the

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Corporate Creations International Inc. 4437 Sheridan Avenue Miami Beach, FL 33140 (305) 538-9091 Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law. The name of each initial member of the Corporation's Board of Directors is:

John O'Rourke, III Juan Antonio Tinoco Maria Eugenia Tinoco Maria Eugenia O'Rourke

Article VI. Incorporator

The name and address of the incorporator is:

Corporate Creations International Inc. 4437 Sheridan Avenue Miami Beach, FL 33140

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective as of February 16, 1995.

The authorized representative of the incorporator executed these Articles of Incorporation on February 16, 1995.

Corporate Creations International Inc.

Joseph P. Mata, Secretary

Corporate Creations International Inc. 4437 Sheridan Avenue Miami Beach, FL 33140 (305) 538-9091

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CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

CORPORATION: Milano Piero North America, Inc.

REGISTERED AGENT: Corporate Creations Enterprises Inc. 4521 PGA Boulevard, Suite 211 Palm Beach Gardens, FL 33418

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

Corporate Creations Enterprises Inc.

Johnny C. Rodriguez, Vice President

By: Joseph P. Mata as Attorney in Fact

Date: February 16, 1995

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Corporate Creations International Inc. 4437 Sheridan Avenue Miami Seach, FL 33140 (305) 538-9091

AP

P95000013658 Milano Piero Morth America, Inc.

2299 S.W. 37 AVENUE - SUITE 200 - MIAMI, FL 33145 - TEL: (305) 569-0644 - 1-800-721-0644 - FAX: (305) 569-0758

April 8, 1996

Florida Department Of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Re: Name Change Amendment

To Whom It May Concern:

In connection with our amendment to the articles of incorporation for Milano Piero North America, Inc. enclosed please find check number 301 in the amount of \$43.75 representing:

Filing Fee \$35.00 Certificate of Status \$8.75

Total \$43.75

400001777534 -04/11/96--01118--008 *****43.75 *****43.75

Thank you in advance.

John O'Rourke III

Sincerely,

Vice Presiden & General Manager

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

Milano Piero North America, Inc.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Article I. To Be Amended As Follows:

The name of this Florida corporation is

Milano Jewelry Corporation

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SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD:	The date of each amendment's adoption: 4/8/96.
FOURTE	I: Adoption of Amendment(s) (CHECK ONE)
0	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
	"The number of votes cast for the amendment(s) was/were sufficient
	for approval by
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
[The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
Signed this81day ofApril, 1996 Signature	
	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders) President
	OR
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	Typed or printed name
	Title