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Leo J. Salvatori
Joseph D. Zaks

Quarles & Brady

P95000015809

Secretary of State
Corporate Division
P. O. Box 6327
Tallahassee, Florida 32304

Re: *Incorporation of Jewelry Unlimited, Inc.*

000001414850
-02/24/95--01065--012
****122.50 ****122.50

Dear Sir:

Enclosed please find the following:

1. Original and one copy of Articles of Incorporation for Jewelry Unlimited, Inc.
2. Check payable to Secretary of State in the amount of \$122.50 representing the following fees and costs:

Filing Fee	\$35.00
Resident Agent Fee	35.00
Certified Copy of Articles	<u>52.50</u>
Total	\$122.50

Please return the certified copy of the Articles of Incorporation to this office upon acceptance and filing of the same.

Sincerely,

QUARLES & BRADY

Louis D. D'Agostino

LDD/nj
Enclosure

55 FEB 24 AM 9:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

11
FEB
1995

2/21/95
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**ARTICLES OF INCORPORATION
OF
JEWELRY UNLIMITED, INC.**

**ARTICLE I.
CORPORATE NAME**

The name of this Corporation is: **JEWELRY UNLIMITED, INC.**

**ARTICLE II.
CAPITAL STOCK**

The aggregate number of shares which this Corporation shall have authority to issue is 1,000 common shares. Common shares shall be the only class of shares which this Corporation shall have authority to issue.

**ARTICLE III.
INCORPORATOR**

The name and address of the incorporator are:

Name

Louis D. D'Agostino

Address

Quarles & Brady
4501 Tamiami Trail N., Ste. 300
Naples, Florida 33940

**ARTICLE IV.
INITIAL REGISTERED OFFICE AND AGENT**


The street address of the initial registered office of this Corporation is: 4501 Tamiami Trail, North, Suite 300, Naples, Florida 33940, and the name of the initial registered agent of this Corporation at that address is: Louis D. D'Agostino.

FILED
95 FEB 24 AM 9:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE V.
PRINCIPAL OFFICE**

The address of the principal office of this Corporation shall be 1908 Manchester Circle, Naples, Florida 33940.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 20th day of February, 1995.



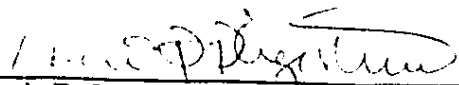
Louis D. D'Agostino, Incorporator

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

FILED
FEB 24 AM 9:51
CLERK OF STATE
TALLAHASSEE, FLORIDA

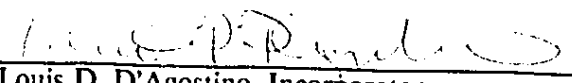
IN COMPLIANCE WITH SECTION 48.091, AND SECTION 607.0501, FLORIDA
STATUTES, THE FOLLOWING IS SUBMITTED:

THAT JEWELRY UNLIMITED, INC., desiring to organize or qualify under the
laws of the State of Florida, with its principal place of business located at 1908 Manchester
Circle, Naples, Florida 33940, has named Louis D. D'Agostino, located at 4501 Tamiami
Trail, North, Suite 300, Naples, Florida 33940, as its agent to accept service of process
within Florida.



Louis D. D'Agostino, Incorporator
Dated: February 20, 1995

Having been named to accept service of process for the above-stated corporation, at
the place designated in this Certificate, Louis D. D'Agostino hereby agrees to comply with
the provisions of all statutes relative to the proper and complete performance of its duties.



Louis D. D'Agostino, Incorporator
Dated: February 20, 1995