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LOX LAW

1441 N.W. NORTH RIVER DRIVE

MIAMI, FLORIDA 33126

TELEPHONE: 324-4111

April 7, 1995

Ms. Berta McDuffie
Secretary of State
Division of Corporation
PO Box 6327
Tallahassee, Florida 32314

RECEIVED
DIVISION OF CORPORATION
TALLAHASSEE, FLORIDA

RE: LEO JEWELRY CORPORATION

ONLY

Dear Ms. McDuffie:

Enclosed please find the corrected Articles of Incorporation pertaining to the above corporation.

If you have any questions please do not hesitate to contact my office.

Very truly yours,



Emily Perone
Paralegal for Lex Law

Enc.

FILED
95 APR 10 PM 4:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dmc
4/10/95

CERTIFICATE OF INCORPORATION

-OF-

LEO JEWELRY CORPORATION

FILED

95 APR 10 PM 4:20

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

C

WE, the undersigned, for the purposes of forming a corporation under the Laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, rights, privileges, and immunities of Corporations for Profit.

ARTICLE ONE

The Name of the Corporation shall be LEO JEWELRY CORPORATION.

ARTICLE TWO

The Corporation may engage in any activity or business permitted under the Laws of the State of Florida and the United States.

ARTICLE THREE

The Corporation is authorized to have 500 shares of stock at a Par Value of \$1.00 per share, outstanding.

ARTICLE FOUR

The Amount of Capital that which the Corporation shall begin business with shall not be less than FIVE HUNDRED DOLLARS.

ARTICLE FIVE

The Corporation shall have perpetual existence.

ARTICLE SIX

The registered office and principal place of business for this corporation shall be 9782 SW 8TH STREET, CORAL PARK CENTER, MIAMI, FLORIDA 33174.

ARTICLE SEVEN

The number of Directors shall not be less than ONE.

ARTICLE SIX

The registered office and principal place of business for this corporation shall be 9782 SW 8TH STREET, CORAL PARK CENTER, MIAMI, FLORIDA 33174.

ARTICLE SEVEN

The number of Directors shall not be less than ONE.

ARTICLE EIGHT

The Names and Post Office addresses of the first Board of Directors, who subject to the provisions of the Certificate of Incorporation and by-laws of the Corporation Laws of the State of Florida, shall hold office for the First Year of the corporation's existence, or until their successors are elected and have qualified, are: Leonard Campoverde, 18810 NW 47th Avenue, Miami, Florida 33055; Jorge Munoz Garces, 7424 Gary Avenue, Miami Beach, Florida 33141.

ARTICLE NINE

The Names and Addresses of the Subscribers to the Certificates of Incorporation are: Leonard Campoverde, 18810 NW 47th Avenue, Miami, Florida 33055; Jorge Munoz Garces, 7424 Gary Avenue, Miami Beach, Florida 33141.

ARTICLE TEN

The Registered Agent for said Corporation is: Leonardo Campoverde, 9782 SW 8th Street, Coral Park Center, Miami, Florida 33174.

ARTICLE ELEVEN

The Corporation shall have all the rights and powers as Set Forth in the Florida Statutes, applicable to Corporations for Profit.

WE THE UNDERSIGNED, being the original Subscribers to the Capital Stock hereinabove named for the purpose of Forming a Corporation for Profit to do business, both with and without the State of Florida, do hereby make, subscribe, acknowledge and file this certificate, hereby declaring that the facts herein stated are true, and have hereunto set my hand and seal this 28th day of MARCH, 1995.


Leonardo Camoverde (Seal)
LEONARDO CAMOVERDE

Jorge Munoz Garcés (Seal)
JORGE MUNOZ GARCÉS

STATE OF FLORIDA)
) SS
COUNTY OF DADE)

ON THIS DAY, BEFORE ME, appeared: LEONARDO CAMOVERDE AND JORGE MUNOZ GARCÉS, the Parties to the foregoing Certificate of Incorporation known to me personally to be such, and acknowledged the said Certificate to be free and voluntary act and Deed of them, and that each statement and fact are therein truly Set Forth.

WITNESS my hand and Notarial Seal at Miami, Dade County, Florida on this 28th day of MARCH, 1995.

 MARIA A ZELAYA
My Commission OC403365
Expires Sep. 08, 1997
Notary Public, State of Florida
at Large

My commission expires: sep. 6, 1997.

**CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR DOMICILE
FOR SERVICE OF PROCESS WITHIN THE STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.**

In pursuance of Chapter 607.14 Florida Statutes, the following
is submitted, in compliance with said Act:

First-That LEO JEWELRY CORPORATION, desiring to organize
under the laws of the State of Florida with its principal office
as indicated in the articles of incorporation at Miami, County of
Dade, State of Florida has named Leonardo Campoverde, located at
9782 SW 8th Street, Miami, Florida 33125, Dade County, Florida, as
its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above
stated corporation, at place designated in this certificate. I
herby accept to act in this capacity, and agree to comply with the
provision of said Act relative to keeping open said office.

By: Leonardo Campoverde
LEONARDO CAMPOVERDE
Registered Agent

Prepared By:

MARIA A. ZELAYA
Attorney at Law
Florida Bar No.: 36350
1441 North River Drive
Miami, Florida 33125
Tel: (305) 324-4111

FILED
MAY 10 PM 4:20
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