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LAW OFFICES

FOTOPULOS, SPRIDGEON & PEREZ, P.A.

TENTH FLOOR
SUN BANK BUILDING
315 EAST MADISON STREET
TAMPA, FLORIDA 33602

TELEPHONE
(813) 221-3662
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(813) 220-3075

June 1, 1995

CERTIFIED MAIL #P 809 746 070
RETURN RECEIPT REQUESTED

Division of Corporations
SECRETARY OF STATE
Post Office Box 6327
Tallahassee, Florida 32314

Re: Articles of Incorporation
ALEX JEWELS CORPORATION

Gentlemen:

We enclose for filing one (1) original Articles of Incorporation of ALEX JEWELS CORPORATION, as well as a copy of the same for your certification and return to us. We enclose a self-addressed, stamped envelope for this purpose.

We also enclose our law firm check in the amount of One Hundred Twenty-Two and 50/100 Dollars (\$122.50), to be applied as follows:

Filing Fee	\$ 35.00
Certified copy	52.50
Registered Agent Designation	<u>35.00</u>
<u>TOTAL</u>	<u>\$122.50</u>

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Thank you very much for your attention to this letter and its enclosures. If you have any questions or need any further information or documentation, please do not hesitate to contact our offices.

With best regards,


TIMOTHY M. SPRIDGEON, Esquire

TMS/pb
Enclosures

WJW

**ARTICLES OF INCORPORATION
OF
ALEX JEWELS CORPORATION**

ARTICLE I - NAME

The name of the Corporation is ALEX JEWELS CORPORATION. The mailing address of the Corporation is 3114 W. Paris Street, Tampa, Florida 33614.

ARTICLE II - DURATION

The Corporation shall have perpetual existence commencing on the date of filing these Articles of Incorporation with the Florida Secretary of State.

ARTICLE III - PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under Chapter 607 of the Florida Statutes.

ARTICLE IV - CAPITAL STOCK

The Corporation is authorized to issue 7,500 shares of capital stock of the par value of which shall be designated "Common Shares."

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of the 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 the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is Suite 1000 - Sun Bank Building, 315 East Madison Street, Tampa, Florida 33602, and the name of the initial registered agent of the Corporation at that address is Thomas E. Fotopulos, Esquire.

ARTICLES VIII - OFFICERS AND DIRECTORS

The Corporation shall have One (1) Director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws. The name and address of the initial officer and Board of Director of this Corporation is:

NAME

ADDRESS

Walai Srimaneerongroj

3114 W. Paris Street
Tampa, Florida 33614

ARTICLE IX - INCORPORATOR

The name and address of the Incorporator signing these articles is:

NAME

ADDRESS

Walai Srimaneerongroj

3114 W. Paris Street
Tampa, Florida 33614

ARTICLE X - INDEMNIFICATION

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


ARTICLE XI - AMENDMENT

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on the date of signing.

DATED: June 1, 1995

WALAI SRIMANEERONGROJ



Incorporator

**STATE OF FLORIDA
COUNTY OF HILLSBOROUGH**

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared WALAI SRIMANEERONGROJ, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me that she executed the same. WALAI SRIMANEERONGROJ has produced Florida Driver's License # S655-880-62-507-D
_____, as identification, and she did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the State and County last aforesaid, this 1st day of June, 1995.



Patricia L. Bliss
Notary Public

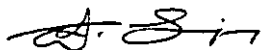
Printed Name: PATRICIA L. BLISS

**CERTIFICATE DESIGNATING PLACE AND NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

WALAI SRIMANEERONGROJ, a Director of the aforementioned corporation, desiring to organize or qualify under the laws of the State of Florida, has named THOMAS E. FOTOPULOS, 315 E. Madison Street, Suite 1000, Tampa, Florida 33602, as the corporation's agent to accept service of process within Florida.

DATED: June 1, 1995

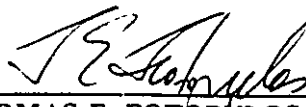


WALAI SRIMANEERONGROJ

ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation at the place designated in the Articles, I hereby agree to act in this capacity, and I further agree to comply with the provisions of the Florida Statutes relative to the proper performance of my duties.

DATED: June 1, 1995



THOMAS E. FOTOPULOS
Registered Agent

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