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JUN 26 3 34 PM '95
DIVISION OF CORPORATIONS

ACCOUNT NO. : 072100000032

REFERENCE : 626308
Patricia Pyzdek

AUTHORIZATION :

COST LIMIT : \$ 122.50

ORDER DATE : June 26, 1995

ORDER TIME : 2:30 PM

900001523559

ORDER NO. : 626308

CUSTOMER NO: 9220A

CUSTOMER: Janet Dowling, Legal Asst
AKERSON LAW OFFICES

Suite 140
1135 South Pasadena Avenue
St. Petersburg, FL 33707

DOMESTIC FILING

NAME: BEST SELLERS JEWELRY
CORPORATION, INC.

FILED
95 JUN 26 PM 3:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrea C. Mabry

EXAMINER'S INITIALS:

T. BROWN JUN 26 1995

ARTICLES OF INCORPORATION
OF
BEST SELLERS JEWELRY CORPORATION, INC.

FILED
95 JUN 26 PM 3:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

BEST SELLERS JEWELRY CORPORATION, INC.

The address of the principal office of this corporation shall be 1135 Pasadena Avenue South, Suite 140, St. Petersburg, Florida 33707, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7500 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on June 26, 1995.

CORPORATION SERVICE COMPANY

By: 

Its agent, Karen B. Rozar

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: Karen B Rozar
its Agent, Karen B. Rozar

LEL/acg