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LAW OFFICES OF

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July 24, 1995

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*****70.00 *****70.00

VIA FEDERAL EXPRESS

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: BJD Charms, Inc.

Dear Sir/Madam:

Enclosed herewith please find two original sets of the Articles of Incorporation for the above-captioned corporation along with our check in the amount of \$70.00.

Thank you for your cooperation on this matter and, if you have any questions, please call.

Very truly yours,

George R. Richards
GEORGE R. RICHARDS

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10/10/95

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95 JUL 25 PM 9:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
BJD CHARMS, INC.

The undersigned, acting as incorporator, signs the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be: BJD Charms, Inc.

ARTICLE II

The existence of the corporation shall commence upon the filing of these Articles of Incorporation by the Department of State and shall be perpetual.

ARTICLE III

The corporation may engage in any and all businesses and activities permitted by the laws of the State of Florida. The corporation shall have all of the powers vested in a corporation organized under and existing by virtue of such laws.

ARTICLE IV

The maximum number of shares which the Corporation shall have authority to issue shall be 100 shares of common stock with a par value of \$1.00 per share.

ARTICLE V

The initial registered agent and street address of the initial registered office of the corporation shall be:

George R. Richards, P.A.
701 Brickell Ave, Suite 1200
Miami, Florida 33131

ARTICLE VI

This corporation shall have 3 directors initially. The names and addresses of the initial directors of the corporation, who shall hold office until their successors are elected and qualified or until their earlier resignation or removal from office are:

Barbara Frankfurt
2501 Lucerne Ave, SS #2
Miami Beach, Florida 33140

Joshua Frankfurt
2501 Lucerne Ave, SS #2
Miami Beach, Florida 33140

Daniel Frankfurt
2501 Lucerne Ave, SS #2
Miami Beach, Florida 33140

The number of directors may be increased or decreased from time to time pursuant to the bylaws of the corporation, but shall not be less than one.

ARTICLE VII

The name and address of the incorporator of the corporation is:

George R. Richards, P.A.
701 Brickell Ave, Suite 1200
Miami, Florida 33131

ARTICLE VIII

The mailing address of the corporation shall be:

2501 Lucerne Ave, SS #2
Miami Beach, Florida 33140

ARTICLE IX

This corporation shall indemnify, and shall advance expenses on behalf of, its officers and directors to the fullest extent not prohibited by any law in existence either now or hereafter.

Executed at Miami, Florida this 24th day of July, 1995.

GEORGE R. RICHARDS, P.A.

By: George R. Richards, Jr.
George R. Richards, President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of BJD Charms, Inc., the undersigned accepts such appointment and agrees to act in such capacity.

Dated this 24th day of July, 1995.

GEORGE R. RICHARDS, P.A.

By: George R. Richards, Esq.
George R. Richards, President

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