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(SAMPLE LETTER OF TRANSMITTAL)

Date

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Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Re: The Jewelry Studio, Inc.
(name of corporation)

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,

[Signature]
(individual's name)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 AUG -2 PM 2:26

The Jewelry Studio, Inc.
(name of corporation)

MAILING ADDRESS OF CORPORATION		
768 Miracle Mile		
Vero Beach FL		
PHONE		
(407) 234-5910		
Area Code	Number	Ext.

4/3/95

ARTICLES OF INCORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

of

The Jewelry Studio Inc
(name of corporation)

95 AUG -2 PM 2:26

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

The Jewelry studio Inc

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 1000 shares () of one dollar Dollar(s) (\$ 1000) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	<u>Deanne Frohlich</u>		
ADDRESS	<u>925 Beechamber Ln</u>		
CITY	<u>Vero Beach</u>	FLORIDA	FL ZIP <u>32963</u>

The principal office, if known, or the mailing address of the corporation is:

NAME	<u>The Jewelry studio Inc</u>		
ADDRESS	<u>768 Miracle Mile</u>		
CITY	<u>Vero Beach</u>	FLORIDA	FL ZIP <u>32960</u>

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have _____ () directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	<u>Deanne Frohlich</u>		
ADDRESS	<u>925 Beechamber Ln</u>		
CITY	<u>Vero Beach</u>	STATE	FL ZIP <u>32963</u>
NAME	<u>Kathleen S Frohlich</u>		
ADDRESS	<u>24N238 Lake Side dr</u>		
CITY	<u>Lake Zurich</u>	STATE	IL ZIP <u>60047</u>
NAME	<u>Peter J Broom</u>		
ADDRESS	<u>925 Beechamber Ln</u>		
CITY	<u>Vero Beach</u>	STATE	F ZIP <u>32963</u>

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	<u>Deanne Frabulich</u>		
ADDRESS	<u>925 Beechamber</u>		
CITY	<u>Vero Beach</u>	STATE	<u>FL</u> ZIP <u>32963</u>
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 31st day of July, 19 95.

Deanne Frabulich
Sherril L. Kubacki (Seal)
 NOTARY PUBLIC (Seal)
 _____ (Seal)



CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

CERTIFICATE OF REGISTERED AGENT

95 AUG -2 PM 2: 26

OF

The Jewelry Studio Inc
(name of corporation)

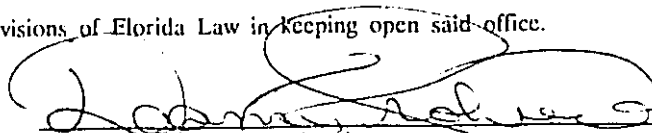
Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 925 Beachcarabe Ln
Vero Beach FL 32963

has named Deanne Frohlich
located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.


(registered agent)