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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: JEWELS BY JANET, INC.

FAX AUDIT NUMBER: H95000010014

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**ARTICLES OF INCORPORATION
OF
JEWELS BY JANET, INC.**

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

1. **Name.** The name of the corporation is **JEWELS BY JANET, INC.**
2. **Duration.** The period of duration is perpetual.
3. **Purpose.** The purpose is to buy and sell jewelry and to engage in any activities under the laws of the United States and Florida.
4. **Capital Stock.** The corporation is authorized to issue one hundred thousand shares of common stock at \$.01 par value.

The corporation is also authorized to issue one hundred thousand shares of preferred nonvoting stock at no par value.

5. **Initial Registered Office and Agent.** The name and address of the initial registered agent and office of this corporation is as follows:

Stanley E. Johnson, Jr.
1444 Biscayne Boulevard, Suite 220
Miami, Florida 33132

6. **Principal Office and Mailing Address.** The initial principal office of this corporation and its initial mailing address is as follows:

Janet Dixon
15201 N.W. 29 Court
Miami, Florida 33054

Document Prepared by:
STANLEY E. JOHNSON, JR., ESQ.
1444 Biscayne Boulevard
Suite 220
Miami, Florida 33132
Tel. (305) 372-2797
Florida Bar No. 472395

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Articles of Incorporation
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7. **Initial Board of Directors.** This corporation shall have one director initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one. The name and address of the initial directors of this corporation are:

Janet Dixon
13500 N.E. 3rd Court, #219
Miami, Florida 33161

8. **Incorporator.** The name and address of the Incorporator signing these Articles of Incorporation is:

Janet Dixon
13500 N.E. 3rd Court, #219
Miami, FL 33161

9. **Amendment of Articles.** This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

10. **Indemnification.** This corporation shall indemnify and may insure its officers and directors to the fullest extent permitted by law as currently in effect or as amended in the future.

11. **Debts of the Corporation.** The private property of the shareholders shall not be subject to payment of the corporate debts in any event.

12. **Conflict of Interest.** This corporation, expressly elects not to be governed by Florida Statutes Section 607.0901 (1991), as amended, relating to affiliated transactions. No contract or other transaction between this corporation and any other corporation, and no act of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such other corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction, with like force and effect as if he were not such a director or officer of such other corporation, or not so interested.

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Articles of Incorporation
Page 3

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 6 day of SEPTEMBER, 1995.

Janet Dixon
Janet Dixon, Incorporator
Stanley E. Johnson, Jr.
Stanley E. Johnson, Jr., Registered Agent

STATE OF FLORIDA)
COUNTY OF DADE)

BEFORE ME, the undersigned authority personally appeared Janet Dixon, to me known to be the person who executed the foregoing Articles of Incorporation, and he acknowledged to me that he executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 6 day of SEPTEMBER, 1995.

Stanley E. Johnson, Jr.
Notary Public
State of Florida
STANLEY E. JOHNSON JR
1444 DISCAYNE BLVD
SUITE 230
MIAMI FL 33132
My Commission Expires: May 27, 1999
Bonded by HAI
800-428-1888

My Commission Expires:

STATE OF FLORIDA)
COUNTY OF DADE)

Before me, the undersigned authority personally appeared Stanley E. Johnson, Jr., to me known to be the person who executed the foregoing Articles of Incorporation, and he acknowledged to me that he executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 16th day of Sept, 1995.



JOHNNY BROWDY III
My Commission C0348622
Expires Feb. 08, 1999
Bonded by HAI
800-428-1888

My Commission Expires:

Johnny Browdy III
NOTARY PUBLIC STATE OF FLORIDA

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STATE OF FLORIDA)
)
COUNTY OF DADE)

The undersigned being the duly elected and acting Director/President for JEWELS BY JANET, INC. does on behalf of JEWELS BY JANET, INC. certify that he is familiar with and accepts the duties and responsibilities of Director/President for JEWELS BY JANET, INC.

By Janet Dixon
NAME: Janet Dixon
TITLE: Director/President

STATE OF FLORIDA)
)
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 6 day of SEP 7, 1995 by Janet Dixon, who has produced _____ as identification for JEWELS BY JANET, INC. or ✓ is personally known by me.

Stanley E. Johnson Jr
Name: _____
Notary Public



STANLEY E. JOHNSON JR
My Commission CC487484
Expires May. 27, 1999
Bonded by HAI
800-422-1868

STANLEY E. JOHNSON JR
1444 BISCAYNE BLVD
SUITE 220
MIAMI FL 33132

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STATE OF FLORIDA)
COUNTY OF DADE)

The undersigned being the duly elected and acting Register Agent for JEWELS BY JANET, INC. does on behalf of JEWELS BY JANET, INC. certify that he is familiar with and accepts the duties and responsibilities as Register Agent for JEWELS BY JANET, INC.

By: Stanley E. Johnson, Jr.
Name: Stanley E. Johnson, Jr.
Title: Register Agent.

STATE OF FLORIDA)
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 6th day of Sept, 1995 by Stanley E. Johnson, Jr., who has produced _____ as identification for JEWELS BY JANET, INC. or _____ is personally known by me.

H9500010014

Name: _____
Notary Public.



JOHNNY BROWDY
My Commission CC346622
Expires Feb. 08, 1998
Bonded by HAI
800-428-1535