

**H95000010165**

TO: DIVISION OF CORPORATIONS  
DEPARTMENT OF STATE  
STATE OF FLORIDA  
409 EAST GAINES STREET  
TALLAHASSEE, FL 32399  
FAX: (904) 921-4000

FROM: CORPORATE CREATIONS INTERNATIONAL IN  
401 OCEAN DR  
SUITE 312  
MIAMI BEACH FL 33139-0000  
CONTACT: JOHNNY C RODRIQUEZ  
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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.  
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FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

September 13, 1995

CORPORATE CREATIONS INTERNATIONAL INC.

MIAMI BEACH, FL

SUBJECT: B & V GEMS & MINERALS CORP.  
REF: W95000018414

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

Please accept our apology for failing to mention this in our previous letter.

The registered agent designated must be an active Florida corporation or limited liability company or a foreign corporation or limited liability company authorized to transact business in Florida. Please correct the document accordingly.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole  
Corporate Specialist

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Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

September 13, 1995

CORPORATE CREATIONS INTERNATIONAL INC.

MIAMI BEACH, FL

SUBJECT: B & V GEMS & MINERALS CORP.  
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Please Re-Fax page 2, one received is not acceptable for filing.

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If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole  
Corporate Specialist

FAX Aud. #: H95000010165  
Letter Number: 095A00042090

Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

H95000010165

Articles of Incorporation  
of  
B & V Gems & Minerals Corp.

Article I. Name

The name of this Florida corporation is:  
B & V Gems & Minerals Corp.

Article II. Address

The mailing address of the Corporation is:  
B & V Gems & Minerals Corp.  
268 SW 31st Street  
Ft. Lauderdale FL 33315

Article III. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:

Federico M. Maciá  
848 Brickell Avenue, Suite 601  
Miami FL 33131

Article V. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation.

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Federico M. Maciá FL Bar Member 0883670  
Maciá & Maciá  
848 Brickell Avenue, Suite 601  
Miami FL 33131  
305-372-1888 • Fax 305-372-5901

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The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law. The name of each initial member of the Corporation's Board of Directors is:

Charles Mark  
Victor Herrera

Article VI. Incorporator

The name and address of the incorporator is:

Federico M. Maciá  
Maciá & Maciá  
848 Brickell Avenue, Suite 601  
Miami FL 33131

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective as of September 12, 1995

The authorized representative of the incorporator executed these Articles of Incorporation on September 12, 1995

By: *Federico M. Maciá*, as attorney-in-fact  
Federico M. Maciá

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Federico M. Maciá FL Bar Member 0883670  
Maciá & Maciá  
848 Brickell Avenue, Suite 601  
Miami FL 33131  
305-372-1888 • Fax 305-372-5901

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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT AND REGISTERED OFFICE**

**CORPORATION:**

B & V Gems & Minerals Corp.

**REGISTERED AGENT:**

Federico M. Maciá  
848 Brickell Avenue, Suite 601  
Miami FL 33131

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I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

*By: J. C. Rodriguez, as attorney-in-fact*  
Federico M. Maciá

Date: September 13, 1995

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Federico M. Maciá FL Bar Member 0883670  
Maciá & Maciá  
848 Brickell Avenue, Suite 601  
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