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FILED
TALLAHASSEE
FLORIDA

GARY SIEGEL • ATTORNEY AT LAW

6500 SOUTH HIGHWAY 17-92 • PERN PARK, FLORIDA 32301 • TEL. (407) 331-5848 • FAX (407) 339-0774

February 7, 1996

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

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, FL 32301

Re: MILLER JEWELERS, INC.


Dear Sir:

Enclosed herewith, please find an original and one copy of the Articles of Incorporation of the above-named corporation, along with a check in the amount of \$70.00 to cover the following expenses:

Filing Fee Corp. \$35.00
Registered Agent Fee: 35.00
Total: \$70.00

Please provide me with confirmation of the filing of the Articles of Incorporation by returning the extra copy to me with the date of incorporation at your earliest convenience. Thank you for your assistance and cooperation.

Sincerely,


GARY SIEGEL, ESQUIRE

GS/clf
Enclosures

F. CHESSEY FEB 15 1996

ARTICLES OF INCORPORATION
OF
MILLER JEWELERS, INC.

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TALLAHASSEE, FLORIDA

ARTICLE I. NAME. The name of the corporation shall be MILLER JEWELERS, INC.

ARTICLE II. DURATION. The corporation shall exist perpetually.

ARTICLE III. PURPOSE. The purpose of this corporation is for the sale and repair of jewelry and for the transaction of any lawful business for which corporations may be incorporated under the law of the State of Florida.

ARTICLE IV. CAPITAL STOCK. This corporation is authorized to issue One Hundred (100) shares of common stock with One Dollar (\$1.00) par value per share, and the consideration to be paid for each share shall be fixed by the Board of Directors.

ARTICLE V. INITIAL REGISTRATION OFFICE AND AGENT. The street address of the Initial Registered Office is 1455 Semoran Blvd., Ste. 177, Casselberry, Florida, 32707, and the mailing address of the Initial Registered Office and Principal Office of this corporation is 1455 Semoran Blvd., Ste. 177, Casselberry, Florida, 32707. The name of the Registered Agent at this location is DOROTHY E. MILLER.

ARTICLE VI. INITIAL BOARD OF DIRECTORS. This corporation shall have one (1) director(s) initially. The number of directors may never be less than one (1). The name(s) and address(es) of the initial director(s) of this corporation is/are:

DOROTHY E. MILLER
1455 Semoran Blvd.
Suite 177
Casselberry, FL 32707

ARTICLE VII. INITIAL OFFICERS.

President:	DOROTHY E. MILLER
V. President:	DOROTHY E. MILLER
Secretary:	DOROTHY E. MILLER
Treasurer:	DOROTHY E. MILLER

ARTICLE VIII. INITIAL SHAREHOLDERS. Shares of capital:

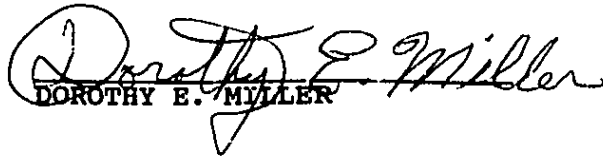
DOROTHY E. MILLER 100 SHARES

ARTICLE IX. INCORPORATORS: The incorporator(s) name(s) and business address is/are as follows:

DOROTHY E. MILLER
1455 Semoran Blvd.
Suite 177
Casselberry, FL 32707

ARTICLE X. AMENDMENT. This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.


IN WITNESS WHEREOF, the undersigned Incorporator(s) has/have executed these Articles of Incorporation this 7th day of ~~February~~ January, 1996.


DOROTHY E. MILLER

ACCEPTANCE OF REGISTERED AGENT

I, DOROTHY E. MILLER, have been named to act as the Registered Agent to accept service of process for MILLER JEWELERS, INC., designated by the corporation, I accept to act in this capacity and to comply with the provisions of said act relative to keeping said office open.

DATED THIS 7th day of ^{February} ~~January~~, 1996.


DOROTHY E. MILLER

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA