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TO: DIVISION OF CORPORATIONS FROM: EMPIRE STATE

DEPARTMENT OF STATE 140 W. FLAGLER

STATE OF FLORIDA  
100 EAST GATHER STREET  
TALLAHASSEE, FL 32304

MIAMI FL 33135

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: LITTLE SWITZERLAND, INC.

FAX AUDIT NUMBER: H98000004892

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ARTICLES OF INCORPORATION  
OF  
LITTLE SWITZERLAND, INC.

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

ARTICLE I  
NAME

The name of this corporation is:

LITTLE SWITZERLAND, INC.

ARTICLE II  
NATURE OF BUSINESS

The general nature of the business and the objects and purposes are to engage in the manufacturing, selling, buying, merchandising, retail and wholesale of jewelry, and all other lawful purposes not prohibited by the laws of the United States or the State of Florida.

And, in general, to carry on any other business whatsoever in connection with the foregoing or which is calculated, directly or indirectly, to promote the interest of the corporation or to enhance the value of its properties.

MANUEL F. FENTE, ESQ.  
FLORIDA BAR NO: 234787  
1110 Brickell Avenue  
Seventh Floor  
Miami, Florida 33181  
Phone (305) 372-1350

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And, further, to borrow or raise money for any purpose of the company, and to secure the same at such rates of interest as the Corporation may determine, or for other purposes, to mortgage all or any part of the property corporeal or incorporeal, rights or franchise of this company now owned or hereinafter acquired, and to create, issue, draw and accept and negotiate bonds and mortgages, bills of exchange, promissory notes or other obligations or negotiable instruments.

**ARTICLE III**  
**CAPITAL STOCK**

The maximum number of shares of stock this corporation is authorized to have outstanding at any time is:

One hundred (100) shares at Ten (\$10.00) dollars par value.

**ARTICLE IV**

The amount of stated capital with which this corporation will begin business is not less than:

One thousand (\$1,000.00) dollars.

**ARTICLE V**  
**TERM OF EXISTENCE**

This Corporation shall have perpetual existence.

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ARTICLE VI  
ADDRESS

The initial post office address of the principal office of this corporation in the State of Florida is:

36 N.E. 1st Street  
Suite #137  
Miami, Florida 33132

The Board of Directors may from time to time move the principal office to any other address in the State of Florida and establish branches and subsidiaries in any place within and without the United States.

ARTICLE VII  
DIRECTOR(S)

The number of Directors maybe increased or diminished from time to time by the laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VIII  
INITIAL BOARD OF DIRECTORS

The name and post office address of the member(s) of the first Board of Directors, who subject to the provisions of the Certificate of Incorporation, the By-laws and the Corporation law of the State of Florida, shall hold office for the first year of the corporation's existence, or until his/their successors are elected and have qualified, are:

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<u>Name</u>	<u>Address</u>
Leonor Rancano President	36 N.E. 1st Street, #137 Miami, Florida 33132
Ramon Rancano Vice-President/Treasurer	36 N.E. 1st Street, #137 Miami, Florida 33131

#### ARTICLE IX SUBSCRIBERS

The name(s) and post office address(es) of each subscriber of these

Articles of Incorporation:

<u>Name</u>	<u>Address</u>
Leonor Rancano	36 N.E. 1st Street, #137 Miami, Florida 33131
Ramon Rancano	36 N.E. 1st Street, #137 Miami, Florida 33131

#### ARTICLE X AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every Amendment shall be approved by the Board of Director(s), proposed by them to the Stockholders, and approved at a Shareholder's meeting by majority of the shares entitled to vote hereon.

#### ARTICLE XI DESIGNATION OF REGISTERED RESIDENT AGENT

That, Manuel F. Fente, located at 1110 Brickell Avenue, Seventh Floor,

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Miami, Florida 33131, is hereby named registered resident agent for this corporation to be its agent and to accept service of process within the State of Florida at this registered office.

ARTICLE XII  
PRE-EMPTIVE RIGHTS

Any Shareholder or the corporation desiring to sell his/her shares in the corporation, shall first offer those shares to the other Shareholders upon the same terms and conditions as the shares are being offered to Non-Shareholders. Any other Shareholders wishing to purchase the offered shares, shall exercise their right of first refusal within thirty (30) days of receipt of a written offer to sell. Thereafter, the selling Shareholder shall be free to sell his shares to any Non-Shareholder upon the same terms and conditions as were offered to the remaining Shareholders.

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I, THE UNDERSIGNED, being the only original subscriber hereinabove named for the purpose of forming a corporation for profit to do business both within and without the State of Florida, do hereby make, subscribe, acknowledge and file this Certificate, hereby declaring and certifying that the facts herein stated are true, and accordingly have hereunto set my hand and seal this 4 day of

April, 19 96.

Leonor Rancano  
LEONOR RANCANO, Subscriber

**ACKNOWLEDGMENT**

Having been named to accept service of process for LITTLE SWITZERLAND, INC., the place designated in this Article, I hereby accept to act in this capacity and agree to comply with the provisions of said act relative to keeping open said office.

*[Signature]*  
 Registered Resident Agent  
 MANUEL F. FENTE

SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

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STATE OF FLORIDA

COUNTY OF DADE

I HEREBY CERTIFY, that on this day before me, a Notary Public, duly authorized to administer oaths and take acknowledgments, personally appear: Leonor Rancano, to me known to be the person(s) described as subscriber and who executed the foregoing Articles of Incorporation, and acknowledged before me that he/she subscribed to those Articles of Incorporation.

WITNESS, our hand and seal in the County and State named above, this

4 day of April 1996.

*[Signature]*  
 NOTARY PUBLIC, STATE OF  
 FLORIDA

MY COMMISSION EXPIRES:



MARIA FENTE  
 MY COMMISSION # 00477364 EXPIRES  
 June 28, 1999  
 SIGNED THRU TRISTAR INSURANCE, INC.

-VI-

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