

Charter Number Only

8-16-96 **P 96 0000 73145**

Capital Control Assoc.
Requester's Name
5757 S.W. 8 St. #201
Address
Miami, FL 33144
City State ZIP Phone

#201-6000

VALIDATION ONLY

RECEIVED
AUG 19 1996
FBI - MIAMI
FBI - MIAMI
FBI - MIAMI

CORPORATION(S) NAME

D & C Corporation


Toll Free: 1-800-432-3028

☒ Profit

() NonProfit

() Amendment

() Merger

() Foreign

() Dissolution

() Mark

() Limited Partnership

() Annual Report

() Other

() Reinstatement

() Reservation

() Change of Registered Agent

() Certified Copy

() Photo Copies

() Certificate Under Seal

() Call When Ready

() Call If Problem

() After 4:30

☒ Walk In

() Will Wait

☒ Pick Up

() Mail Out

| |
|----------------|
| Name |
| Availability |
| Document |
| Examiner |
| Updater |
| Verifier |
| Acknowledgment |
| W.P. Verifier |

W 96 17323
502

DIVISION OF CORPORATION

96 AUG 19 AM 10:00

RECEIVED



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

August 19, 1996

EMPIRE

TALL, FL 32301

SUBJECT: D & C CORPORATION
Ref. Number: W96000017323

We have received your document for D & C CORPORATION and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 396A00039351

RECEIVED
96 SEP -1, AM 10:01
DIVISION OF CORPORATION

CERTIFICATE OF INCORPORATION
OF
D & C JEWELRY, INC.

FILED
SEP 14 1963
CLERK OF THE CIRCUIT COURT
IN AND FOR THE COUNTY OF DALLAS
STATE OF TEXAS

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the State of Florida providing for the formation, liabilities, rights, privileges and immunities of a corporation for profit.

ARTICLE I

The name of the corporation shall be: D & C JEWELRY, INC.

ARTICLE II

The corporation may engage in any activity of business permitted under the laws of the United States and the State of Florida.

ARTICLE III

The maximum shares of stocks, with no- par value that this corporation is authorized to have outstanding at any time is One Hundred (100)

ARTICLE IV

The amount of capital with which this Corporation will begin business will not be less than five thousand (\$ 5,000.00) Dollars.

ARTICLE V

The Capital Stock of this Corporation shall be issued pursuant to a plan under Section 1244 of the Internal Revenue Code of 1954, as added by the Small Business Tax Provisions of 1958. All of the stocks and securities in lieu of cash or at just valuation to be determined by the Board of Directors of this Corporation.

ARTICLE VI

This Corporation shall have perpetual existence.

ARTICLE VII

The principal office of this Corporation shall be 1790 N.E 163 Street, N.Miami Beach, 33162

ARTICLE VIII

The number of Board of Directors of the Corporation shall not be less than one person. The names and post office addresses of the first Board of Directors, who, subject to the provisions of the Certificate of Incorporation, the By-Laws and the acts of legislature, shall hold office for the first year of the Corporation's existence, or until their successors are elected and shall be duly qualified, are:

PRESIDENT : DAMARIS LORCA, 16701 N.E 21 Ave. Apt. 202, N.Miami Beach, Florida 33162

VICE PRESIDENT: CESAR M. LORCA, 16701 N.E, 21 Ave. Apt. 202, N.Miami Beach, Florida 33162

SECRETARY/TREASURER: CESAR M. LORCA, 16701 N.E. 21 Ave. Apt. 202, N.Miami Beach, Florida 33162

ARTICLE IX

The names and post office addresses of each subscriber to the Certificate of Incorporation are as follow:

DAMARIS LORCA

16701 N.E. 21 Ave. Apt. 202
N. Miami Beach, Fl 33162

CESAR M. LORCA

16701 N.E. 21 Ave. Apt. 202
N. Miami Beach, Fl 33162

ARTICLE X

Limitation of Corporate Stock:

No shareholder of this Corporation may sell or transfer stock in this Corporation except to another individual who is eligible to be a stockholder in the Corporation, and such sale or transfer may be made only after the same shall have been approved at a stockholders' meeting specifically called for that purpose by not less than a majority of the outstanding stock to be sold.

The stockholders voting at such meeting shall have first option of stock held by the shareholder proposing to sell or transfer his shares may not be voted or counted for any purpose at said meeting.

ARTICLE XI

The Corporation shall have the further right and power to, from time to time, determine whether and to what extent, at what time and places and under what conditions and regulations the accounting books of this Corporation, other than the stock book, or any of them, shall be open to the inspection of the stockholders and no stockholders shall have any right of inspecting any account book or document of this Corporation, except as conferred by Statute, unless authorized by resolution of the stockholders of Board of Directors. The Corporation, on its By-laws, confers power upon its Board of Directors or Officers, in addition to the foregoing and in addition to the powers authorized and expressly conferred by statute.

ARTICLE XI (CONT.)

Both stockholders and Directors shall have the power, if the By-laws so provide, to hold their respective meetings and to have one or more officers, within or without the State of Florida, and to keep the books of this Corporation subject the provisions of the Statute outside the State of Florida at such places as may from time to time be designated by the Board of Directors.

The Corporation reserves the right to amend, alter, change, or repeal any provisions contained in this Certificate of Incorporation in the manner now or hereafter prescribed by Statute, and all rights conferred upon the stockholders herein or granted subject to this reservation.

We the undersigned, being each and all of the original subscribers to the capital stock 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 and acknowledge and file this Certificate hereby declaring and certifying that the facts herein stated are true, and do respectively agree to abide by the Articles as herein stated.

Subscribed at Miami, Dade County, Florida, this 25th days of July, 1996.

DAMARIS LORCA

Damaris Lorca

CESAR M. LORCA

Cesar M. Lorca

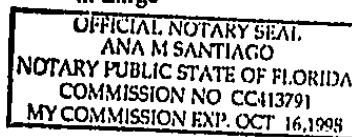
STATE OF FLORIDA)
) SS
COUNTY OF DADE)

Before me, the undersigned authority, duly authorized to administer oaths and receive acknowledgments, personally appeared : Damaris Loren & Cesar Loren who after being duly sworn by me, depose and say that they signed the above and foregoing Certificate of Incorporation for the purpose therein set forth.

WITNESS my hand and official seal at Miami, Dade County, Florida this 12th of August, 1996.

Ana M. Santiago

Ana Santiago
Notary Public, State of Florida
at Large



CERTIFICATE DESIGNATING REGISTERED AGENT

FILED
55 SEP -4 PM 1:00
TALLAHASSEE, FLORIDA

In pursuant of Chapter 48.091, of Florida Statutes, the following is submitted in compliance with said Act:

D & C JEWELRY, INC.

That _____ desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Certificate of Incorporation, at the City of Miami, County of Dade, State of Florida, has named **DAMAR S LORCA**, of Miami, Florida, County of Dade as its agent to accept service of process within this State.

The address of the registered agent is 16701 N.E. 21 Ave. Apt. 202, N. Miami Beach 33162

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated Corporation at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

Damaris Lorca

Damaris Lorca