

**CORPORATE
ACCESS,
INC.**

P96000079722

1116-D Thomasville Road . Mount Vernon Square . Tallahassee, Florida 32303

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Articles

1.)

(CORPORATE NAME & DOCUMENT #)

The Peoples Jeweler of Palatka, Inc.

2.)

(CORPORATE NAME & DOCUMENT #)

3.)

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4.)

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SPECIAL INSTRUCTIONS

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TALLAHASSEE, FLORIDA
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DIVISION OF CORPORATION

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ARTICLES OF INCORPORATION

OF

The Peoples Jeweler of Palatka, Inc.

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State Of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is: The Peoples Jeweler of Palatka, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 500 shares (1.00) of Five Hundred Dollar(s) \$500.00, par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principle office, if known, or the mailing address of the corporation is:

NAME: The Peoples Jeweler of Palatka, Inc.
ADDRESS: 352 Hwy 17, P.O. Box 174-A
CITY: East Palatka FLORIDA ZIP 32131

The name and street address of the Initial Agent of this Corporation is:

NAME: D. Susan Whitley
ADDRESS: 101 Boston, P. O. Box 262
CITY: Welaka FLORIDA ZIP 32193

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but never shall be less than one (1). The names and addresses of the initial directors of the corporation as follows:

NAME: D. Susan Whitley
ADDRESS: 101 Boston, P. O. Box 262
CITY: Welaka FLORIDA ZIP 32193

NAME: Mary Ann Kwiatkowski
ADDRESS: 122 Beechers Point Rd., P. O. Box 726
CITY: Welaka FLORIDA ZIP 32193


ARTICLES VII - INCORPORATORS

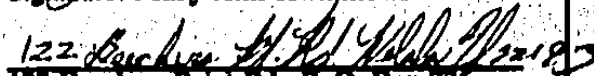
The names and addresses of the incorporators signing these Articles of Incorporators are as follows:

NAME: D. Susan Whitley
ADDRESS: 101 Boston, P. O. Box 262
CITY: Welaka FLORIDA ZIP 32193

NAME: Mary Ann Kwiatkowski
ADDRESS: 122 Beechers Point Rd., P. O. Box 726
CITY: Welaka FLORIDA ZIP 32193

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 17th day of September, 1996.



Signature: Mary Ann Kwiatkowski

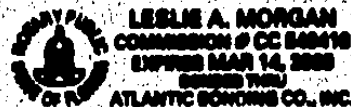

122 Beechers Point Rd., P. O. Box 726
Welaka, FL 32193

**STATE OF FLORIDA
COUNTY OF PUTNAM**

Before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared Mary Ann Kwiatkowski who has produced a valid Florida drivers license as identification, or who is personally known to me and known to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me that she executed these Articles of Incorporation.

WITNESS my hand and official seal this 17th day of September, 1996, at Putnam County and State aforesaid.


Notary Public:



IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 17th day of September, 1996.

D. Susan Whitley
Signature: D. Susan Whitley

101 Boston P.O. Box 262
101 Boston, P. O. Box 262
Welaka, FL 32193 Welaka, Fl.
32193

**STATE OF FLORIDA
COUNTY OF PUTNAM**

Before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared D. Susan Whitley who has produced a valid Florida drivers license as identification, or who is personally known to me and known to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me that she executed these Articles of Incorporation.

WITNESS my hand and official seal this 17th day of September, 1996, at Putnam County and State aforesaid.

Leslie A. Morgan
Notary Public:



LESLIE A. MORGAN
COMMISSION # CC 888418
EXPIRES MAR 14, 2000
COMMISSION TERM
ATLANTIC NOTARY CO., INC.

**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT**

CERTIFICATE OF REGISTERED AGENT

OF

The Peoples Jeweler of Palatka, Inc.

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation at:

352 HWY 17
P.O. BOX 174-A
EAST PALATKA, FL 32131

has named **D. SUSAN WHITLEY**, located at the aforesaid address, as its Registered
Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named Registered Agent to accept service of process for the above stated
corporation at the place designated in this certificate, and being familiar with the
obligations of that position, I hereby accept to act in this capacity, and agree to comply
with the provisions of Florida Law in keeping open said office.

D. Susan Whitley

(Registered Agent): **D. SUSAN WHITLEY**

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