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FROM: BERNARD A. SINGER, P.A.
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ACCT#:

CONTACT: BERNARD A SINGER
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FAX #:

NAME: JEWELS BY ELLEN, INC.

AUDIT NUMBER.....H97000000083

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

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**ARTICLES OF INCORPORATION
OF
JEWELS BY ELLEN, INC.**

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be: JEWELS BY ELLEN, INC.. The address of the principal office of this corporation shall be 105 S. Federal Highway, Dania, Florida 33004 and the mailing address shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares of common stock having Ten Cent (\$.10) par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 4700

This document prepared by:
Bernard A. Singer, Esq.
4700-B Sheridan Street
Hollywood, Florida 33021
(954) 985-8800
Florida Bar # 240761

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Sheridan Street, Suite B, Hollywood, Florida 33021, and the name of the initial registered agent of the corporation at that address is Bernard A. Singer.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The number of Directors may at any time and from time to time be increased or decreased by action of either the shareholders or the Board of Directors, but no decrease in the number of Directors shall have the effect of shortening the term of any incumbent Director. The name and street address of the initial member of the Board of Directors are:

David R. Walstatter
105 South Federal Highway
Dania, FL 33004

ARTICLE VII. OFFICERS

The name and address of the initial officer of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

President/Secretary/Treasurer

David R. Walstatter
105 South Federal Highway
Dania, FL 33004

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ARTICLE VIII. INCORPORATOR

The name and street address of the Incorporator to these Articles of Incorporation is: Bernard A. Singer, 4700 Sheridan Street, Suite B, Hollywood, Florida 33021.

IN WITNESS WHEREOF, the undersigned as incorporator has executed these Articles of Incorporation this 6th day of JANUARY, 1997.



Bernard A. Singer, Incorporator

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THE STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED
FOR
JEWELS BY ELLEN, INC.**

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

First: That JEWELS BY ELLEN, INC. desiring to organize under the laws
of the State of Florida with its principle office, as indicated in the articles of Incorporation,
has named BERNARD A. SINGER, located at 4700 Sheridan Street, Suite B, Hollywood,
Florida 33021, as agent to accept service of process within this state.

ACKNOWLEDGEMENT: 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.

By: 
BERNARD A. SINGER
Registered Agent

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