

P97000010844

P.J. WHOLESALE JEWELRY INC.
2135-A CORAL WAY
MIAMI FLA 33145

600002075226--1
-01/31/97--01/05--009
*****70.00 *****70.00

CERTIFICATE OF INCORPORATION

OF

P. J. WHOLESALE JEWELRY, INC.

FILED
97 JAN 31 AM 8:55
TALLAHASSEE

2-4-97
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FILED
97 JAN 31 AM 8:55
SECRET
TALLAHASSEE, FLORIDA

CERTIFICATE OF INCORPORATION
OF

P. J. WHOLESALE JEWELRY, INC.

I, THE UNDERSIGNED, IN ORDER TO FORM A CORPORATION UNDER AND
PURSUANT TO THE PROVISIONS OF THE LAWS OF THE STATE OF FLORIDA
FOR CERTIFICATE OF INCORPORATION.

ARTICLE I

NAME OF CORPORATION

THE NAME OF THE PROPOSED CORPORATION SHALL BE:

P. J. WHOLESALE JEWELRY, INC.

ARTICLE II

NATURE OF BUSINESS

THE GENERAL NATURE OF THE BUSINESS TO BE TRANSACTED BY THIS
CORPORATION SHALL BE SERVICE AND RETAILS AND ANY ACTIVITIES OR
BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES AND THE
STATE OF FLORIDA.

ARTICLE III

CAPITAL STOCK

THE MAXIMUM NUMBER OF SHARES OF STOCK THAT THE CORPORATION
IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS: 500 SHARES
AT \$1.00 PAR VALUE.

ARTICLE IV

INITIAL CAPITAL

THE AMOUNT OF CAPITAL WITH WHICH THIS CORPORATION WILL BEGIN
BUSINESS IS NOT MORE THAN FIVE HUNDRED (\$500.00) DOLLARS.

ARTICLE V

TERM OF EXISTENCE

THIS CORPORATION IS TO EXIST PERPETUALLY.

ARTICLE VI

PRINCIPAL PLACE OF BUSINESS

THE INITIAL STREET ADDRESS IN THIS STATE OF THE PRINCIPAL OFFICE OF THIS CORPORATION IS 2135-A CORAL WAY, MIAMI, FL 33145. THE BOARD OF DIRECTORS MAY FROM TIME TO TIME, MOVE THE PRINCIPAL OFFICE TO ANY OTHER ADDRESS IN FLORIDA.

ARTICLE VII

DIRECTORS

THIS CORPORATION SHALL HAVE INITIALLY NOT LESS THAN ONE (1) DIRECTOR. THE NUMBER OF DIRECTORS MAY INCREASED OR DIMINISHED FROM TIME TO TIME BY BY-LAWS ADOPTED BY THE STOCKHOLDERS.

ARTICLE VIII

INITIAL DIRECTOR

THE NAME AND STREET ADDRESS OF THE MEMBERS OF THE FIRST BOARD OF DIRECTORS IS:

JOSE C. LOPEZ, PRESIDENT - SECRETARY, LIVING AT 1500 S.W. 16 AVE. MIAMI, FL 33145 AND MARIO MACHIN, VICE-PRESIDENT, LIVING AT 121 S.W. 197 AVE. MIAMI, FL 33196

ARTICLE IX

SUBSCRIBER

THE NAMES AND STREET ADDRESSES OF THE SUBSCRIBERS OF THESE ARTICLES OF INCORPORATION, THE NUMBER OF THE SHARES OF THE STOCK WHICH THEY AGREE TO TAKE, AND THE PAR VALUE THEREFORE ARE:

NAME	ADDRESS	SHARES	PAR VALUE
JOSE C. LOPEZ	1500 S.W. 16 AVE. MIAMI, FL 33145	250	\$1.00
MARIO MACHIN	12100 S.W. 197 AVE. MIAMI, FL 33196	250	\$1.00

ARTICLE X

REGISTERED AGENT

THE INITIAL DESIGNATION OF THE REGISTERED OFFICE OF THIS CORPORATION SHALL BE 2135-A CORAL WAY, MIAMI FL 33145 AND THE REGISTERED AGENT SHALL BE JOSE C. LOPEZ

PERSUANT TO FLORIDA STATUTES SECTION 607.164, HAVING BEEN NAMED TO ACCEPT PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THESE ARTICLES OF INCORPORATION, I HEREBY ACCEPT TO ACT IN THIS CAPACITY, AND AGREE TO COMPLY WITH THE PROVISION OF SAID ACT RELATIVE TO KEEPING OPEN SAID OFFICE.

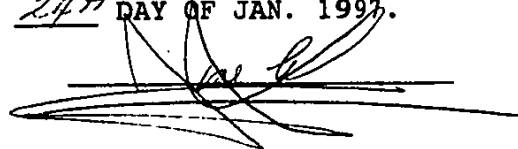
BY: 

ARTICLE XI


AMENDMENT

THESE ARTICLES OF INCORPORATION MAY BE AMENDED IN THE MANNER PROVIDED BY LAW. EVERY AMENDMENT SHALL BE APPROVED BY THE BOARD OF DIRECTORS, PROPOSED BY THEM TO THE STOCKHOLDERS, AND APPROVED AT THE STOCKHOLDERS' MEETING BY A MAJORITY OF THE STOCK ENTITLED TO VOTE THEREON, UNLESS ALL THE DIRECTORS AND ALL THE STOCKHOLDERS SIGN A WRITTEN STATEMENT MANIFESTING THEIR INTENTION THAT A CERTAIN AMENDMENT OF THESE ARTICLES OF INCORPORATION BE MADE.

IN WITNESS WHEREOF, I, THE INCORPORATOR ABOVE NAMED, HAVE HEREUNTO SET MY HAND AND SEAL THIS 24TH DAY OF JAN. 1997.



SWORN AND SUBSCRIBED BEFORE ME THIS 24TH DAY OF JAN. 1997.



NOTARY PUBLIC
STATE OF FLORIDA

MY COMMISSION EXPIRES:



YOLANDA RICARD
My Commission CC300881
Expires Sep. 13, 1998

FILED
97 JAN 31 AM 8:55
SECD
TALLAHASSEE, FLORIDA