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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
PHONE: (305)399-0839

ACCT#: 071001002335

FAX #: (305)716-0346

NAME: LA CARIDAD JEWELRY INC.

AUDIT NUMBER.....H97000002902

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

CERT. OF STATUS..1

PAGES..... 3

CERT. COPIES.....0

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2/19/97

ARTICLES OF INCORPORATION
OF
LA CARIDAD JEWELRY INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: LA CARIDAD JEWELRY INC.

The principal place of business of this corporation shall be:

1958 W. Flagler St.
Miami, FL 33135

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact 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 \$5,000.00

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is:

1,000 Shares each having a Par Value of \$5.00

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

IRENALDO J. JIMENEZ 1958 W. Flagler St.
Miami, FL 33135

Prepared by: Marta Bu
3899 N.W. 7th St. #201
Miami, FL 33126
Phone: 446-2967

02/19/97

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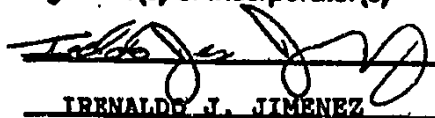
ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

IRENALDO J. JIMENEZ
1958 W. Flagler St.
Miami Fl 33135

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 17th day of February, 1997

Signature(s) of Incorporator(s)


IRENALDO J. JIMENEZ

LA CARIDAD JEWELRY INC.

STATE OF FLORIDA
COUNTY OF DADE

THE FOREGOING instrument was acknowledged and sworn to before me this 17th day of February, 1997 by IRENALDO J. JIMENEZ
(Name of Incorporator)
of LA CARIDAD JEWELRY INC.
(Name of Corporation)

Notary Public


My Commission Expires: _____

(SEAL)

ARTICLES OF INCORPORATION FILING FEE:



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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.328, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: LA CARIDAD JEWELRY INC.

2. The name and address of the registered agent and office is:

IRENALDO J. JIMENEZ
(P.O. BOX NOT ACCEPTABLE)

1958 W. Flagler St. Miami FL 33135
(CITY/STATE/ZIP)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SIGNATURE

Irenaldo J. Jimenez
(corporate officer)

TITLE

PRESIDENT/TREASURER

DATE

FEBRUARY 17TH/1997

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.328, FLORIDA STATUTES.

SIGNATURE

Irenaldo J. Jimenez

DATE

FEBRUARY 17th, 1997

REGISTERED AGENT FILING FEE:

H97000002902