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FLORIDA DIVISION OF CORPORATIONS  
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FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: MIRAL, INC.

AUDIT NUMBER.....H97000005446

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

CERT. OF STATUS..0

PAGES..... 5

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5/4/3



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

April 3, 1997

EMPIRE CORPORATE KIT COMPANY

SUBJECT: MIRAL, INC.  
REF: W97000007732

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Kimberly Rolfe  
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FAX Aud. #: H97000005446  
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ARTICLES OF INCORPORATION  
OF  
MIRAL, INC.

SECRET  
DIVISION OF STATE  
97 APR -3 AM 11:37

We the undersigned incorporate for the purpose of becoming a corporation under the laws of the State of Florida, providing for the formation, rights, privileges, immunities - and liabilities of incorporation for profit and subject to the following provisions.

ARTICLE I

The name of the corporation shall be:  
MIRAL, INC.

ARTICLE II

This corporation shall have perpetual existence.

ARTICLE III

This corporation is organized with the purpose to engage - in the transaction of import, wholesale, retail, distribution of jewelry, watches, etc. ----- and all other lawful activities of business permitted under the laws of the State of Florida and of the United --- States of America.

ARTICLE IV

The aggregate maximum number of shares which this corporation shall have authority to issue and have outstanding at anyone time is: Five Hundred Shares at one dollar value.

ARTICLE V

This corporation shall begin business with no less than -- Five Hundred Dollars (\$500.00).

ARTICLE VI

The post office address of the principal office of this -- corporation shall be: 454 N.W. 22nd Avenue, Suite 209, Miami, Florida 33125.

Prepared By:

JIMENEZ AND ASSOCIATES, P.A.  
454 NW 22 Ave Ste 209  
MIAMI, FLORIDA 33125  
TEL 541-4714

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ARTICLE VII

The name and address of the initial Registered Office of --  
this corporation in the State of Florida is:

Jimenez And Associates, P.A.  
454 N.W. 22nd Avenue, Suite 209  
Miami, Florida 33125

ARTICLE VIII

The business of the corporation shall be managed by a Board  
of Directors. The number of Directors, no less than one, no  
more than five and shall be fixed by resolution of the ----  
stockholders at regular or special meetings, subject to the  
manner of holding such meetings prescribed by the by-laws.

ARTICLE IX

The name and post office address of the members of the Board  
of Directors who shall serve as members thereof, are as ----  
follows:

NAME	OFFICE	ADDRESS
Albino Pizzolato	President and Secretary	36 N.E. 1st Street #648 Miami, Florida 33132

ARTICLE X

Distribution to incorporators is as follows:

Albino Pizzolato	500 Shares	\$ 500.00 Value
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ARTICLE XI

Each stockholder before offering to sell or otherwise dispose  
of the stock of this corporation, owned by him first offer --  
such stock to the remaining stockholders of this corporation  
and obtaining their refusal to purchase same, proceed to sell  
at the fair market value thereof.

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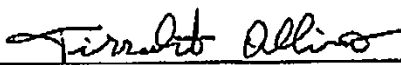
ARTICLE XII

Amendments to the Articles of Incorporation, merger, consolidations or dissolution shall be approved and submitted to the stockholders for approval 51% of all votes will be necessary and thirty days notice shall be provided.

ARTICLE XIII

This corporation shall have full power to carry on and transact each or all business enumerated in Article III of this -- Articles of Incorporation. Shall have all the general and --- additional powers now conferred upon it by the laws and the -- by-laws.

IN WITNESS THEREOF, we the undersigned, have made subscribed and acknowledged these Articles of Incorporation, on this -- 26th Day of February 1997.

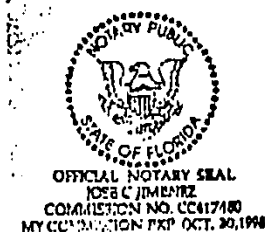
  
Albino Pizzolato-Incorporator


STATE OF FLORIDA     )  
                              )  
COUNTY OF DADE     )

Before me the undersigned authority duly authorized to administer oath and take acknowledgement, personally appeared ---  
ALBINO PIZZOLATO -----

who after first being duly sworn, executed the foregoing ----  
ARTICLES OF INCORPORATION, freely and voluntarily for the ---  
purpose therein expressed.

IN WITNESS THEREOF I have hereunto set my hand and official -  
seal at Miami, said County and State, this 26th Day of -----  
February 1997.



  
NOTARY PUBLIC, State of Florida at  
large.

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CERTIFICATE OF DESIGNATION  
REGISTERED AGENT=REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, 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.

The name of the Corporation is MIRAL, INC.

The name and address of the Registered Agent and office is Jimenez and Associates, P.A. 454 N.W. 22nd Avenue Suite 209 Miami, Florida 33125.

SECRETARY OF STATE  
 DIVISION OF CORPORATIONS  
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*Firminato Allino*  
Corporate Officer

Title: President

Dated: February 26, 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 further -- agree, to comply with the provisions of all statutes relative to the proper and complete performance of my duties; and --- accept the duties and obligations of section 607.325,, Florida Statutes.

*Jose C Jimenez*  
Jimenez and Associates, P.A. By  
Jose C. Jimenez, President

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