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April 3, 1997

Secretary of State
Corporate Records Bureau
P.O. Box 6327
Tallahassee, FL 32301

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Dear Sir:

I am enclosing herewith the original and one (1) copy of the Articles of Incorporation of Yasmin's Jewelry Exchange, Inc together with the certificate designating place of business for service of process within the State of Florida, and naming agent upon whom process may be served, together with a check in the amount of \$122.50, consisting of the following:

Filing fee.....\$35.00
Resident agent fee.....\$35.00
Certified copy of the Articles of Incorporation.....\$52.50

Your usual prompt attention to this matter will be greatly appreciated.

Sincerely,

EFFECTIVE DATE
4-2-97

Norman I. Segal

Norman I. Segal

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TALLAHASSEE FLORIDA

NIS/s
Encl. (5)

P. CHESNAR APR 9 1997.

ARTICLES OF INCORPORATION

OF

YASMIN'S JEWELRY EXCHANGE, INC.

We, the undersigned subscribers to these Articles of Incorporation, being legally competent to incorporate, hereby associate ourselves to form a Corporation for profit under the laws of the State of Florida.

EFFECTIVE DATE

4-2-97

ARTICLE I

NAME

The name of this corporation shall be:

Yasmin's Jewelry Exchange, Inc..

ARTICLE II

DURATION OF THE CORPORATION

The existence of this Corporation shall begin on April 2, 1997, and shall exist perpetually.

ARTICLE III

PURPOSE OF BUSINESS

This Corporation may engage in any activity or business permitted under the Laws of the United States and of the State of Florida.

ARTICLE IV

CAPITAL STOCK

This Corporation is authorized to issue a maximum aggregate of 10,000 shares of common stock, each with a par value of fifty cents (\$.50).

ARTICLE V

INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT

The initial street address of the principal office of this corporation is 19835 N.E. 12th Avenue, North Miami Beach, Florida 33179. The initial street address of the registered office of this corporation, in

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the State of Florida, is 19835 N.E. 12th Avenue, North Miami Beach, Florida 33179. The name of the initial registered agent of this Corporation at the registered office is Norman I. Segal

The Board of Directors may, from time to time, move the registered office or change the registered agent, to any other address in the State of Florida or to any other person, in the manner established by and consistent with the laws of the State of Florida

ARTICLE VI

DIRECTORS

This Corporation shall have two (2) directors, initially. The number of Directors may be increased or diminished, from time to time, by the by-laws adopted by the Stockholders.

ARTICLE VII

INITIAL DIRECTORS

The name and street address of the members of the first Board of Directors, of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Yasmin Segal	17240 N.W. 64th Avenue Apt. 214 Miami, FL 33015
Marc Segal	17240 N.W. 64th Avenue Apt. 214 Miami, FL 33015

ARTICLE VIII

INCORPORATORS

The name and street address of the Subscriber to these Articles of Incorporation, are:

<u>NAME</u>	<u>ADDRESS</u>
Yasmin Segal	17240 N.W. 64th Avenue Apt. 214 Miami, FL 33015
Marc Segal	17240 N.W. 64th Avenue Apt. 214 Miami, FL 33015

ARTICLE IX
AMENDMENTS

Amendments to the Articles of Incorporation shall be made in the following manner:

The Board of Directors shall adopt a resolution setting forth the proposed amendment and, if shares have been issued, directing that it be submitted to a vote at a meeting of Stockholders, which may be either the annual or special meeting. If no shares have been issued, the amendment shall be adopted by a vote of the majority of Directors and the provisions for adoption by Stockholders shall not apply.

Written notice setting forth the proposed amendment or a summary of the changes to be effected thereby shall be given to each Stockholder of record, entitled to vote thereon, within the time and in the manner provided, in the by-laws, for the giving of notice of meetings of Stockholders. If the meeting is an annual meeting, the proposed amendments or such summary may be included in the notice of such annual meeting.

At such meeting a vote of the Stockholders entitled to vote thereon, shall be taken on the proposed amendment. The proposed amendment shall be adopted upon receiving the affirmative vote of the holders of a majority of the shares entitled to vote thereon, unless any class of stock is entitled to vote as a class, in which event the proposed amendment shall be adopted upon receiving the affirmative vote of the holders of a majority of the shares of each class of stock entitled to vote thereon as a class, and the total shares entitled to vote thereon.

Any number of amendments may be submitted to the Stockholders, and voted upon by them, at one meeting.

If all of the Directors and all of the Stockholders of the Corporation, eligible to vote, sign a written statement manifesting their intention that an amendment to the Articles of Incorporation be adopted, then the amendments shall thereby be adopted as though the above requirements had been satisfied.

The Stockholders may amend the Articles of Incorporation, without an act of the Directors, at a meeting for which notice of the changes to be made is given.

ARTICLE X
FURTHER POWERS

In addition to the corporate powers enumerated in Florida Statutes (Chapter 607), this corporation shall have the further right and power to:


Determine, from time to time, whether and to what extent and at what times and places and under what conditions and regulations, the accounts and books of this corporation, other than the stock book, or any of them shall be open for the inspection of Stockholders; and no Stockholder shall have any right of inspecting any account, book or document of this Corporation except as conferred by statute, unless authorized by a resolution of the Stockholders of Board of Directors.

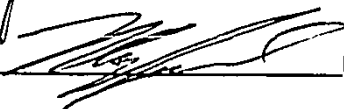
This Corporation may, in its by-laws, confer powers upon its Board of Directors or officers, in addition to the foregoing and in addition to the powers authorized and expressly conferred by statute.

Both Stockholders and Directors shall have the power, if the by-laws so provide, to hold their respective meeting, and to have one or more Officers within or without the State of Florida, and to keep the books of this corporation, subject to the provisions of the statutes, outside of the State of Florida, at such places as may, from time to time, be designated by the Board of Directors.

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereinafter prescribed by statute, and all right conferred upon Stockholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, WE, the undersigned being each and all the original subscribers to the capital stock hereinbefore named, for the purposes of forming a Corporation for Profit and to do business both within and without the State of Florida, do hereby make, subscribe, acknowledge and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true and accordingly have hereunto set our hands and seals this 2nd day of April, 1997.



LS.


LS.

STATE OF FLORIDA]
] SS
COUNTY OF DADE]

The foregoing instrument was acknowledged before me this 2nd day of April, 1997, by Yasmin Segal and Marc Segal. Said by Yasmin Segal and Marc Segal ☒ personally known to me or, ☐ have

produced _____ and

who ☒ did take an oath, or ☐ did not take an oath.

WITNESS my hand and official seal in the County and State last aforesaid this 2nd day of April, A.
D. 1997.

Monica Fatowc
SIGN

Monica Fatowc
PRINT

COMMISSION NUMBER:



Monica R Fatowc
My Commission CC808755
Expires December 8, 2000

NOTARY PUBLIC, STATE OF FLORIDA, AT LARGE

**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR
THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

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

That Yasmin's Jewelry Exchange, Inc., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at the City of Miami, County of Dade, State of Florida, has named Norman I. Segal, located at 19835 N.E. 12th Avenue, Miami, Florida 33179 as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the 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: Norman I. Segal

Resident Agent

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