



THE UNITED STATES
CORPORATION
COMPANY

P-97000046615

ACCOUNT NO. : 072100000032

REFERENCE : 405056 7129864

AUTHORIZATION :

Patricia Pizzuto

COST LIMIT : \$ 122.50

ORDER DATE : May 27, 1997

ORDER TIME : 12:30 PM

7000002191987--E

ORDER NO. : 405056-005

CUSTOMER NO: 7129864

CUSTOMER: Ms. Constance Biscoe
CONNIE'S FINE JEWELRY, INC.

860 Inverness Avenue

Melbourne, FL 32940

DOMESTIC FILING

NAME: CONNIE'S FINE JEWELRY, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carina L. Dunlap

EXAMINER'S INITIALS: _____

MAILED
MAY 27 1997
FBI 3:03
TALLAHASSEE, FLORIDA

844 MAY 27 1997

ARTICLES OF INCORPORATION

OF

CONNIE'S FINE JEWELRY, INC.

ESTD 1977
JUN 27 PM 3:00
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation shall be CONNIE'S FINE JEWELRY, INC. The street address of the initial principal office of the corporation will be 860 Inverness Avenue, Melbourne, Florida 32940.

The number of shares to be issued by the corporation are Five Hundred (500) shares with a par value of \$1.00.

The name and address of the corporation's initial Registered Agent is Constance G. Biscoe, whose address is 860 Inverness Avenue, Melbourne, Florida 32940.

The name and address of the incorporator is Constance G. Biscoe, 860 Inverness Avenue, Melbourne, Florida 32940.

ARTICLE II

There shall be one initial Director of this corporation. The purposes for which the corporation is organized is the sale of jewelry, and/or any other business which may lawfully be transacted within or without the State of Florida.

ARTICLE III

This corporation shall have perpetual existence.

I, the undersigned, for the purpose of forming a corporation under the laws of the State of Florida, do make, file and record these Articles of Incorporation and do certify that the facts herein are true; and I have accordingly hereunto set my hand.

DATED at Melbourne, Brevard County, Florida, this 22nd day of May, 1997.

Constance G. Biscoe
Constance G. Biscoe

ACCEPTANCE BY REGISTERED AGENT

I, Constance G. Biscoe, do hereby accept the position of Registered Agent of Connie's Fine Jewelry, Inc., and my address is 860 Inverness Avenue, Melbourne, Florida 32940.

Constance G. Biscoe
Constance G. Biscoe
Registered Agent

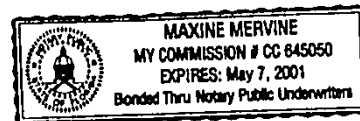
STATE OF FLORIDA

COUNTY OF BREVARD

SWORN TO and subscribed before me this 23 day of May, 1997,
by CONSTANCE G. BISCOE, known to me, and who showed me her Florida
driver's license. B200107488670

Maxine Mervine
Notary Public, State of
Florida at Large

My commission expires: 5/7/2001



FILED
JUN 27 PM 3:03
TALLAHASSEE, FLORIDA