TEXESX97 FLORIDA DIVISION OF CORPORATIONS 6:11 PM PUBLIC ACCESS SYSTEM ELECTRONIC FILING COVER SHEET

(((H97000011554 7)))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FILINGS, INC. ACCT4: 072720000101 FAX #: CONTACT: TERESA ROMAN PHONE: (984)385-6735

(904) 385-6761

TYPE.......FLORIDA PROFIT CORPORATION OR P.A. CERT. OF STATUS.. C PAGES..... 3 CERT. COPIES.....Ø DEL.METHOD.. FAX EST.CHARGE.. \$70.00 NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ARTICLES OF INCORPORATION

QZ

PAYLESS JEVELRY S 6. IEC.

SECRETARY OF STATIONS
ON OF CORPORATIONS
ON JUL 16 AM 7:30

ARTICLE I - Nema

The name of this Corporation is PATLESS JEWELRY & 6, INC..

ARTICLE II - Durntion

This corporation shall exist perpetually.

ARTICLE III - PUIDDAR

This corporation is organised for the purpose of transacting any and all lawful business.

ARTICLE IV -Capital Stock

This corporation is authorized to issue one thousand (1,000) shares of One dollar par value (\$1.00) common stock which shares shall be designated "Common Shares".

ARTICLE V - Initial Registered Office and Accent

The street address of the initial office of this corporation is:

2690 W. Broward Blvd., Pt. Lauderdale, Pl. 33312 and the name of the
initial registered agent of this corporation is: DAVID R. PARBETEIN,
his address is 2765 W. Cypross Creek Rd., Pt. Lauderdale, Fl. 33309.

THIS DOCUMENT PREPARED BY:

DAVID R. FARBETEIN, ESQ. 2765 W. Cypress Crook Rd. Ft. Lauderdale, Fl. 33309 Fls. Bar No. 198889 954-977-7401

ARTICLE VI - Initial Board of Directors

This corporation shall have two (2) Director initially. The number of Directors may be either increased or diminished from time to time by the Bylava, but shall never be less than one. The name and address of the initial Director of this corporation is:

ROBERT A. DIMATTINA

2690 W. Browned Blvd. Pt. Lauderdole, Pl. 33312

ROBERT B. DIMATTIMA

2690 W. Browned Blvd. Ft. Lauderdale, Fl. 33312

ARTICLE VII - Incorporator

The name and address of the persons signing these Articles is:

ROBERT 8. DINATTIBA

2690 W. Broward Blvd. Ft. Laudardale, Fl. 33312

ARTICLE VIII - Amondments

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITHESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on the <u>S</u> day of June, 1997.

ROBERT B. DIMATTINA

STATE OF FLORIDA COUNTY OF BROWARD

BEFORE ME, a Notary Fublic, authorised to take acknowledgments in the County and State set forth above, personally appeared, ROBERT B. DIMATTINA, known by me to be the persons who executed the foregoing, known by me to be the persons who executed the foregoing, known by me to be the persons who executed the foregoing articles of Incorporation.. Further, said individuals furnished the following type of identification to the undersigned, to-wit: PERSONAL KNOWLEDGE.

in withess whereof, I have hereunto not my hand and affixed my official seal in the State and County Stokasaid, this Jo day of June, 1997.

OFFICIAL NOTARY BEAL
FAVOR FARGETRIN
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CESSESS
MY COMMESION FXI; MAI: 72000

MOTARY FUBLIC My Commission Expires: 14970000 11554

CERTIFICATE DESIGNATING CHANGE OF PLACE OF BUBINESS OR DOMICILE FOR THE SERVICE OP PROCESS WITHIS THE STATE, SAMING AGENT UPOR WECH PROCESS MAY BE SERVED.

DIVESION TO AH 7:30

PURSUANT TO Chapter 48.091, Plorida Statutes, the following is submitted in compliance with said Act:

FIRST: That PAYLESS JEWELRY \$6, IEC. is qualified to do business under the laws of the State of Florida with its principal office at: 2690 M. Broward Blvd., Ft. Lauderdale, Fl. 33312 and has as appointed DAVID R. PARBSTEIN, ESQ. of 2765 W. Cypross Creek Rd., Ft. Lauderdale, Fl. 33309, County of Broward, State of Florida, as its agent to accept service of process within the State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, a place designated in this certificate, I am familiar with, and hereby accept the duties and responsibilities as registered agent for said corporation and agree to comply with the provisions of said Act relative to keeping open said office.

DAVID R. FARBSTEIN Resident Agent