

LANCE C. BOYER, DPL, DLI  
FLORIDA LEGAL ASST. SVCS.  
POST OFFICE BOX 1502  
ORMOND BEACH, FL 32175-1502

July 16, 1997

P97000067831

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
Post Office Box 6327  
Tallahassee, FL 32314

SUBJECT: ARTICLES OF INCORPORATION FOR OUT OF OUR MINDS JEWELRY, INC

Enclosed please find an original and one (1) copy of the articles of incorporation for the above corporation and a check in the amount of \$122.50 for the filing fee, designation of registered agent and certified copy. Also is a money order in the amount of \$8.75 for a certificate of status.

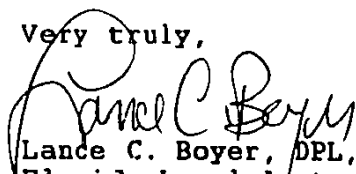
Also enclosed is a prepaid preaddressed envelope for the return of the certified copy and certificate of said articles to:

Lance C. Boyer, DPL, DLI  
Florida Legal Asst. Svcs.  
Post Office Box 1502  
Ormond Beach, Florida 32175-1502

400002256124--1  
-08/04/97--01047--017  
\*\*\*122.50 \*\*\*\*122.50

Thank you in advance for your cooperation in this matter and if you have any questions regarding this, please do not hesitate to contact me at (904)304-9607.

Very truly,



Lance C. Boyer, DPL, DLI  
Florida Legal Asst. Svcs.

400002256124--1  
-08/04/97--01047--018  
\*\*\*\*\*8.75 \*\*\*\*\*8.75

cc: P. Brazina  
A. Foster  
File

Enclosure(s): as stated

LCB/mdb

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 AUG -4 AM 9:14

RP  
8-6-97

ARTICLES OF INCORPORATION  
OF

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

OUT OF OUR MINDS JEWELRY, INC.

97 AUG -4 AM 9: 14

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation shall be:

OUT OF OUR MINDS JEWELRY, INC.

ARTICLE II: PRINCIPAL OFFICE

The address of the principal office of this corporation shall be 2932 Queen Palm Drive, Edgewater, Volusia County, Florida 32141, and the mailing address of the corporation shall be Post Office Box 1869, Daytona Beach, Volusia County, Florida 32115-1869.

The Board of Directors may, from time to time, move the principal office and/or mailing address to any other address in Florida.

ARTICLE III: 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 IV: CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time shall be one hundred (100) shares of common voting stock having a \$.001 par value per share. The consideration to be paid for each share shall be fixed by the Board of Directors. There shall be no other class of stock. The incorporators may, by contract, restrict the

alienability of this stock. An endorsement shall be made upon each certificate of stock indicating the existence of such contract.

ARTICLE V: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

LANCE C. BOYER, D/B/A FLORIDA LEGAL ASSISTANT SERVICES  
1107 SHERBOURNE WAY, POST OFFICE BOX 1502  
ORMOND BEACH, FLORIDA 32175-1502

ARTICLE VI: INITIAL OFFICERS AND DIRECTORS

The name and street address of the initial officers and directors who shall hold office the first year of the corporation's existence or until their successor(s) are elected, are:

Pollyann S. Brazina Chairman President/Treasurer 2932 Queen Palm Dr. Edgewater, FL 32141	Angel Of Dawn Foster Vice-Chairman Vice-President/Secretary 517 Wisteria Avenue Daytona Beach, FL 32118
--	---

ARTICLE V: INCORPORATOR

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


Pollyann S. Brazina 2932 Queen Palm Dr. Edgewater, FL 32141	Angel Of Dawn Foster 517 Wisteria Avenue Daytona Beach, FL 32118
---	--

ARTICLE VI: TERM OF EXISTENCE

This corporation is to exist perpetually. The date and time of commencement of the corporate existence shall be the time these Articles of Incorporation are subscribed and acknowledged and, if filing with the Department of State of the State of Florida, within five (5) days after such date, or, if not so filed within five (5) days, the date and time of such filing with the Department of State.

OUT OF OUR MINDS JEWELRY, INC.  
ARTICLES OF INCORPORATION  
PAGE 3 OF 3

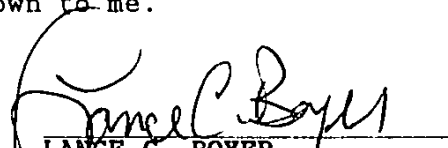
IN WITNESS WHEREOF, The undersigned incorporators have executed these Articles of Incorporation this 13<sup>th</sup> day of July, 1997.

  
POLLYANN S. BRAZINA

  
ANGEL DAWN FOSTER

STATE OF FLORIDA :  
: ss.  
COUNTY OF VOLUSIA:

The foregoing instrument was acknowledged and sworn to before me this 13<sup>th</sup> day of July, 1997, by Pollyann S. Brazina and Angel Of Dawn Foster, who are both personally known to me.

  
LANCE C. BOYER  
NOTARY PUBLIC  
STATE OF FLORIDA



Lance C Boyer  
My Commission CC613990  
Expires January 15, 2001

Articles prepared by:  
Lance C. Boyer, DPL, DLI  
Florida Legal Asst. Svcs.  
Post Office Box 1502  
Ormond Beach, FL 32175-1502

Sect. 212 2-24.15  
App. Fm. 10-1.1(b) RRFB

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

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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:

OUT OF OUR MINDS JEWELRY, INC..

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

LANCE C. BOYER, D/B/A FLORIDA LEGAL ASSISTANT SERVICES  
1107 SHERBOURNE WAY, POST OFFICE BOX 1502  
ORMOND BEACH, FLORIDA 32175

SIGNATURE: \_\_\_\_\_

*William J. Brazina*  
(Corporate Officer)

TITLE: \_\_\_\_\_

*PRESIDENT / C.E.O.*

DATE: \_\_\_\_\_

*7-13-97*

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF  
PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN  
THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED  
AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY  
WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND  
COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT  
THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

*Lance C. Boyer*  
Lance C. Boyer d/b/a  
Florida Legal Asst. Svcs.

*7-13-97*  
Date  
97 AUG -4 AM 9:14  
FILED  
CLERK OF STATE  
OFFICE OF CORPORATION...

This certificate completed  
with assistance of:  
Lance C. Boyer, DPL, DLI  
Florida Legal Asst. Svcs.  
Post Office Box 1502  
Ormond Beach, FL 32175-1502

Sect. 212 2-24.18  
App. Fm. 10-1.1(b) RRFB