P970008/475

TRANSMITTAL LETTER EP 18 PM 1:11

SECRETARY OF STATE TALLAHASSEE, FLORIDA

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

SUBJECT: _

500002296895--7 -09/18/97--01070--003 ****131.25 ****131.25

Enclosed is an original	and one (1) co	py of the articles of incorporation and a check	
for : \$70.00 Filing Fee	\$78.75 Filing Fee & Certificate	\$122.50 \$131.25 Filing Fee Filing Fee, & Certified Copy Certified Copy & Certificate Additional Copy Required	
FROM:	HAMID FAROOQI Name (printed or typed)		
	(713	WILCRES T # 302 Address STOW 7X 77083 ity, State & Zip D 977-0488 Ext 14 a Telephone number A P. Hall O P. Hall	

ZA JEWELERS, IWC.

(Proposed corporate name - must include suffix)

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

97 SEP 18 PM 1:11

OF

SECRETARY OF STATE TALLAHASSEE, FLORIDA

ZA JEWELERS, INC.

ARTICLE I

The name of the Corporation is: ZA JEWELERS, INC.

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The principal place of business is 9501 Arlington Expressway K-1 Regency Square Mall, Jacksonville, Florida 32225.

The mailing address of the Corporation is 653 Monument Road #204 Jacksonville, Florida 32225.

ARTICLE IV

The purpose or purposes for which it is organized are: To transact any or all lawful business or businesses for which Corporation may be incorporated under the Florida Business Corporation Act.

ARTICLE V

The aggregate number of shares which the Corporation shall have authority to issue is Ten Thousand (10,000) shares of common stocks of \$.10 Par Value.

ARTICLE VI

The Corporation will not commence business until it has received for the issuance of its shares consideration of the value of \$1,000 consisting of money, labor done or property actually received.

ARTICLE VII

The address of its registered office is 653 Monument Road #204, Jacksonville, Florida 32225. The name of its registered agent at such address is MUHAMMAD ZAMEER AHMED.

ARTICLE VIII

The number of the initial directors is one and the name and address of such director is:

MUHAMMED ZAMEER AHMED

653 MONUMENT ROAD #204 JACKSONVILLE, FLORIDA 32225

ARTICLE IX

The under signed incorporator have executed these Articles of incorporation on this 16th day of September, 1997. The name and the address of the incorporator is:

HAMID FAROOQI

2900 WILCREST #302 HOUSTON, TEXAS 77042

HAMID FAROOQI

SEP-16-1997 15:16

H.R. SHAIKH & COMPANY

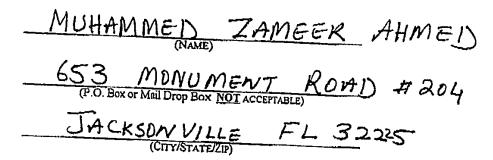
713 977 9711 P.02/02

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE, SEP 18 PM 1: 11

SECRETARY OF STATE SECRETARY OF STATE OF STATE OF STATE 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:	ZA JEWELERS, INC.

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



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.

X 09/16/97
(DATE)