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TRANSMITTAL LETTER

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

500002416055--3  
-01/29/98--01065--006  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

SUBJECT: THE JEWELERS BENCH ENTERPRISE ZONE, INC.  
(proposed corporate name)

Enclosed is an original and one (1) copy of the articles of incorporation and our check  
for \$ 70.00

FROM:

DEVRY E. DEWAN CPA  
Name (printed or typed)  
7006 ATLANTIC BLVD  
Address  
JACKSONVILLE FL 32211-8706  
City, State, & Zip  
( 904 ) 725-2906  
Telephone Number

FILED  
98 JAN 29 AM 8:45  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

Note: Please provide the original and one copy of the Articles.

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ARTICLES OF INCORPORATION  
OF  
THE JEWELERS BENCH ENTERPRISE ZONE, INC.

FILED  
98 JAN 29 AM 8:45  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is: *THE JEWELERS BENCH ENTERPRISE ZONE, INC.*

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business, all in keeping with the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$10.00 par value common stock which shall be designated "Common Stock."

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE, MAILING OFFICE,  
AND REGISTERED AGENTS OFFICE

The street of the initial registered office, mailing office, and registered agent's office of this corporation is *7006 ATLANTIC BLVD., JACKSONVILLE FLORIDA 32211-8706.*

The name of the initial registered agent of this corporation is *GEORGE HARTSFIELD*

ARTICLE VIII - INCORPORATORS

NAME

GEORGE HARTSFIELD

ADDRESS

7006 ATLANTIC BLVD.  
JACKSONVILLE, FL. 32211-8706

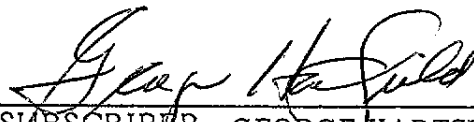
ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 26th day of January, 1998.

  
\_\_\_\_\_  
SUBSCRIBER GEORGE HARTSFIELD

\_\_\_\_\_  
SUBSCRIBER

DEPT

STATE OF FLORIDA

COUNTY OF DUVAL

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared *GEORGE HARTSFIELD*

known to be and known by me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledge before me that they executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 26th day of *January*, 1996.

*Camille Ann Guinan*  
\_\_\_\_\_  
NOTARY PUBLIC, STATE OF FLORIDA.  
AT LARGE

