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COPELAND & CHAMBLISS, P.A.

ATTORNEYS AT LAW

SUITE 101, BLACKSTONE BUILDING

707 SOUTHEAST THIRD AVENUE

FORT LAUDERDALE, FLORIDA 33316

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAR 11 PM 2:28

LINDA CHAMBLISS  
MARY COPELAND

TELEPHONE (954) 524 - 1401  
TELECOPIER (954) 524 - 0070

March 9, 1998

Our File 98-114

Office of Secretary of State  
Division of Corporations  
P O Box 6327  
Tallahassee, FL 33214

Re: H.J. & I.N., Inc.

200002453622--7  
-03/11/98--01046--006  
\*\*\*\*122.50 \*\*\*\*122.50

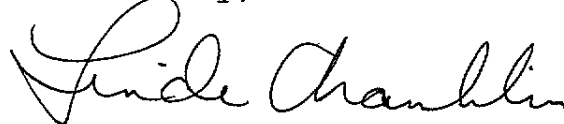
Dear Agent:

You will find enclosed the original and one copy of the signed Articles of Incorporation for H.J. & I.N., Inc. and Acceptance of Registered Agent, together with our check in the amount of \$122.50 for filing fee.

Please file this corporation and furnish this office with a certified copy of the recorded Articles of Incorporation in the enclosed self-addressed, stamped envelope.

Thank you.

Sincerely,



Linda Chambliss

LC/rb  
Enclosures

D. BROWN MAR 11 1998

ARTICLES OF INCORPORATION

OF

H.J. & I.N., INC.

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THE UNDERSIGNED, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of the corporation is:

H.J. & I.N., INC.

ARTICLE II

The duration of the corporation is perpetual.

ARTICLE III

The general purposes for which the corporation is organized are:

1. To make and sell jewelry;
2. To care for skin and nails;
3. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act, or engage in any other trade or business which can, in the opinion of the Board of Directors of the corporation be advantageously carried on in connection with, or auxiliary to, the foregoing business;
4. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

#### ARTICLE IV

The aggregate number of shares which the corporation is authorized to issue is 7,500. Such shares shall be of a single class and have a par value of One Dollar (\$1.00) per share.

#### ARTICLE V

The street address of the initial registered office of the corporation is, and its principal office and mailing address is:

707 S.E. Third Avenue  
Suite 101  
Ft. Lauderdale, FL 33316

and the name of its registered agent at such address is:

LINDA CHAMBLISS

#### ARTICLE VI

The number of directors of the corporation shall not be less than one and the number of directors constituting the initial Board of Directors of the corporation is one. The name and address of the person who is to serve as the initial Board of Directors and the initial officers of the corporation are:

Hillel Cohen  
3004 N.E. 5th Terrace  
Ft. Lauderdale, FL 33334

#### ARTICLE VII

The name and address of the incorporator are:

Hillel Cohen  
3004 N.E. 5th Terrace  
Ft. Lauderdale, FL 33334

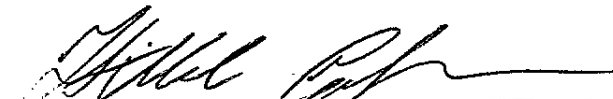
ARTICLE VIII

In all elections for director, every shareholder shall have the right to vote, in person or by proxy, for the number of shares owned by him, for as many persons as there are directors to be elected, or to cumulate said votes, and give one candidate as the number of directors multiplied by the number of his shares shall equal, or distribute them on the same principle among as many candidates as he shall think fit.

ARTICLE IX

Each shareholder of this corporation shall be entitled to full preemptive rights to purchase his pro rata share of any future issue of the unissued or treasury shares of the corporation and any securities of the corporation, convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.


EXECUTED by the undersigned at Fort Lauderdale, Florida,  
on the 9 day of March, 1998.

  
Hillel Cohen

STATE OF FLORIDA     )  
                              ) SS.:  
COUNTY OF BROWARD    )

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared, Hillel Cohen, and personally known to me, to be the person described in and who executed the foregoing instrument and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid, this 9 day of March, 1998.

  
RUTH BRODER, Notary Public  
State of Florida at Large  
CC422074

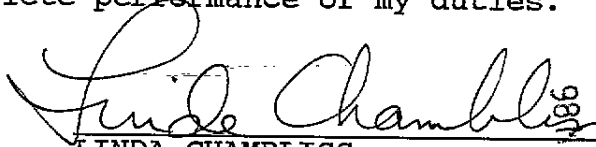
My Commission Expires:



RUTH BRODER  
MY COMMISSION # CC422074 EXPIRES  
December 25, 1998  
BONDED THRU TROY FAIR INSURANCE, INC.

ACCEPTANCE OF REGISTERED AGENT

I, LINDA CHAMBLISS, having been appointed registered agent of H.J. & I.N., INC., do hereby agree to act in this capacity and to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

  
LINDA CHAMBLISS  
DATED: 3-9-98  
98 MAR 11 PM 2:28  
FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS