

P98000035455

4/17/98

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

4:08 PM

((H98000007380 2))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
PHONE: (305)599-0839

ACCT#: 071001002335

FAX #: (305)716-0346

NAME: BAKE'S FIFTH AVENUE JEWELERS, INC.

AUDIT NUMBER.....H98000007380

DDC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 3

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

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. **

FILED
98 APR 20 AM 10:48
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Bm 4/20/98

H98000007380

FILED
98 APR 20 AM 10:48
SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION
OF**

BAKE'S FIFTH AVENUE JEWELERS, INC.

The undersigned does hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is BAKE'S FIFTH AVENUE JEWELERS, INC. the principal office is located at 720 Fifth Avenue So., Naples, FL 34102.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of Florida.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock, which shall be designated as "Common Shares." All of said stock shall be payable in cash, property (real or personal) or labor or services in lieu thereof at a just valuation to be fixed by the Board of Directors.

ARTICLE IV - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

ARTICLE V - TERM

This corporation shall commence its existence on the date of incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE VI - INCORPORATOR

The name and address of the initial incorporator hereto is as follows:

Harold Lang
720 Fifth Avenue So
Naples, FL 34102

(954) 983-6330

Prepared by

Harold Lang
720 Fifth Avenue So
Naples, FL 34102

(954) 983-6330

H98000007380

ARTICLE VII - INITIAL BOARD OF DIRECTORS

There shall be at least two (2) members of the Board of Directors of the corporation. The names and addresses of the parties which are to serve as director(s) until the next election are as follows:

Harold Lang 720 Fifth Avenue So Naples, Fl. 34102
Joan Lang 720 Fifth Avenue So Naples, Fl. 34102

The Board of Directors shall serve for a term of one (1) year, and shall be responsible for electing the officers of the corporation. The officers of the corporation shall consist of a President and such other officers as the Board of Directors may from time to time determine are appropriate in order to carry out the activities of the corporation.

**ARTICLE VIII - PRINCIPAL OFFICE
AND INITIAL REGISTERED OFFICE AND AGENT**

The street address of the principal office and initial registered office of this corporation and name of the initial registered agent of this corporation is:

Harold Lang
720 Fifth Avenue So.
Naples, Fl 34102

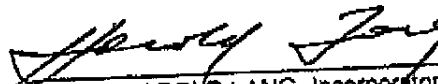
ARTICLE IX - OFFICERS

The duties of the officers of the corporation shall be fixed in the By-Laws. Officers shall be elected annually.

Officers of the corporation until the next election are as follows:

Harold Lang - President 720 Fifth Avenue So Naples, Fl. 34102
Joan Lang - Vice President 720 Fifth Avenue So Naples, Fl. 34102

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 17 day of April 1998.


HAROLD LANG, Incorporator

H98000007380


FILED
98 APR 20 AM 10:48
SECRETARY OF STATE
TALLAHASSEE FLORIDA

STATE OF FLORIDA

COUNTY OF Cullin ss.

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared Harold Lang by me (personally or having shown a photo identification) to be the person who executed the foregoing Articles of Incorporation, and (s)he acknowledged before me that (s)he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 17 day of April 1998.


NOTARY PUBLIC, STATE OF FLORIDA
MY COMMISSION EXPIRES.



NANCIE M. MACK
MY COMMISSION # 00317430 EXPIRES
December 12, 1999
SIGNED TRUE COPY FARM INSURANCE, INC.

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

PURSUANT TO THE PROVISIONS OF SECTIONS 607.325, 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: BAKE'S FIFTH AVENUE JEWELERS, INC.
2. The name of the registered agent and office is:

Harold Lang
720 Fifth Avenue So.
Naples, FL 34102

HAVING BEEN NAMED AS THE 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 OBLIGATION OF MY POSITIONS AS REGISTERED AGENT under section 607.325 Fla Statutes


HAROLD LANG, REGISTERED AGENT

DATED: April 17, 1998

H98000007380