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GARY BROOKMYER  
ELLIOT F. HOCHMAN  
DANIEL J. PROBST

BROOKMYER, HOCHMAN, PROBST & TASSELL, P.A.

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PALM BEACH GARDENS, FLORIDA 33410  
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STUART OFFICE  
BY APPOINTMENT ONLY  
ROYAL PALM FINANCIAL CENTER  
759 S. FEDERAL HIGHWAY, Suite 212

STUART, FLORIDA 33995-2434  
TELEPHONE (561) 223-4030

May 1, 1998

Department of Corporations  
Secretary of State  
409 E. Gaines Street  
Tallahassee, FL 32399

RE: Danielle Jewelry <sup>CORP.</sup> Ltd.

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation of the above-referenced corporation and a Certificate of Domestication. Also enclosed is a check in the amount of \$172.50 to cover the following fees:

1.	Filing Fee	\$35.00
2.	Registered Agent Fee	\$35.00
3.	Certified Copy	\$52.50
4.	Filing Fee Certificate Of Domestication	<u>\$50.00</u>

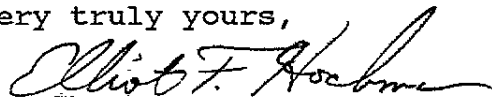
TOTAL: \$172.50

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\*\*\*\*172.50 \*\*\*\*172.50

Please file said articles using the date of receipt as the date of commencement of the corporation, and file the Certificate of Domestication. Also, return the certified copy to the undersigned at the address listed above.

Should you have any questions, please do not hesitate to contact me.

Very truly yours,



Elliot F. Hochman

EFH:ba  
enclosures

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98 MAY -6 PM 4:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

⑤  
PH 5/7/98

**CERTIFICATE OF DOMESTICATION**

The undersigned, JACK N. STERN, PRESIDENT/SOLE SHAREHOLDER,  
(Name) (Title)  
of DANIELLE JEWELRY LTD. a foreign Corporation,  
(Corporation Name)

in accordance with Florida Statutes, section 607.1801 does hereby certify:

1. The date on which corporation was first formed was JANUARY 4, 19 79
2. The jurisdiction where the above named corporations was first formed, incorporated, or otherwise came into being was NEW YORK
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was DANIELLE JEWELRY LTD.
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to ss. 607.0202 and 607.0401 with this certificate is DANIELLE JEWELRY CORP.
5. The jurisdiction that constituted the seat, siege, social principal place of business or central administration of the corporation, or any other equivalent thereto under applicable law immediately prior to the filing of the Certificate of Domestication was NEW YORK

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I am JACK N. STERN, of FLORIDA

and am authorized to sign this certificate of Domestication on behalf of the corporation and have done so this the 1 day of MAY 19 98

Jack N. Stern  
(Authorized Signature)

**Filing Fee:**

Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	\$122.50
Total to domesticate and file	\$172.50

ARTICLES OF INCORPORATION

OF

DANIELLE JEWELRY CORP.

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98 MAY -6 PM 4: 22

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following articles of incorporation:

ARTICLE ONE

NAME

The name of the corporation is DANIELLE JEWELRY CORP.

ARTICLE TWO

DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE

PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE FOUR

CAPITAL STOCK

The aggregate number of shares that the corporation has authority to issue is 1,000, all of which shall be common shares with par value of \$1.00.

ARTICLE FIVE

PREEMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation and any securities of the corporation convertible into or carrying a right to subscribe to or acquire any unissued or treasury shares.

ARTICLE SIX

REGISTERED OFFICE

The street address of the initial registered office of the corporation is 123 Lakeshore Drive, Apt. 1742, North Palm Beach, Florida 33408 and the name of the initial registered agent at that address is JACK N. STERN. The corporation's principal office mailing address is 123 Lakeshore Drive, Apt. 1742, North Palm Beach, Florida 33408.

ARTICLE SEVEN

DIRECTORS

7.01 The initial board of directors of the corporation shall consist of one member.

7.02 The name and address of the first board of director is:

Name	Address
JACK N. STERN	123 Lakeshore Drive, Apt. 1742 North Palm Beach, Florida 33408

ARTICLE EIGHT

INCORPORATORS

The name and address of the incorporator is:

Name	Address
JACK N. STERN	123 Lakeshore Drive, Apt., 1742 North Palm Beach, Florida 33408

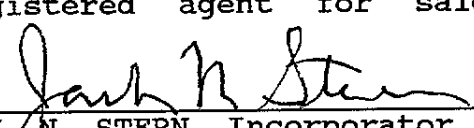
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE NINE

COMMENCEMENT OF EXISTENCE

The corporation shall commence its existence upon the filing of these Articles of Incorporation.

IN WITNESS WHEREOF, I have subscribed my name this 1 day of May, 1998. I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

  
JACK N. STERN, Incorporator  
and Registered Agent

STATE OF FLORIDA       )  
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this  
1 day of May, 1998, by JACK N. STERN, who is personally  
known to me or who has produced a Florida driver's license as  
identification and who did (did not) take an oath.

WITNESS my hand and official seal in the County and State last  
aforesaid this 1 day of May, 1998.

My Commission Expires:

Elliot F. Hochman  
Notary Public  
Name: (printed)

