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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CT Corporation System

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32310 222-1092

City

State

Zip

Phone

600002595536--4

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\*\*\*\*\*70.00 \*\*\*\*\*70.00

CORPORATION(S) NAME

Mayor's Jewelers Acquisition Corp.

☒ Profit Articles  
☐ NonProfit

☐ Amendment

☐ Merger

☐ Foreign

☐ Dissolution/Withdrawal

☐ Limited Liability Company

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Name Registration

☐ Change of R.A.

☐ Fictitious Name

☐ UCC-1 Financing Statement

☐ UCC-3 Filing

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98 JUL 22 AM 11:57  
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION

OF

MAYOR'S JEWELERS ACQUISITION CORP.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned does hereby make and execute these Articles of Incorporation for the purpose of forming a corporation under the Florida Business Corporation Act:

ARTICLE I:

Name

The name of the corporation is Mayor's Jewelers Acquisition Corp.

ARTICLE II

Initial Principal Office and Mailing Address

The street address of the initial principal office and mailing address of the corporation shall be:

14051 Northwest 14th Street  
Sunrise, Florida 33323

The board of directors of the corporation, or an officer of the corporation acting under the authority of the board of directors, is authorized to change the principal office and mailing address of the corporation from time to time without amendment to these Articles of Incorporation.

ARTICLE III

Authorized Shares

The aggregate number of shares which the corporation shall have authority to issue is one thousand (1,000) shares of common stock. The par value of each such share shall be \$.01 per share.

## ARTICLE IV

### Registered Office and Agent

The street address of the corporation's initial registered office is:

CT Corporation System  
1200 S. Pine Island Road  
Plantation, Florida 33324

The name of the corporation's initial registered agent at that office is CT Corporation System.

## ARTICLE V

### Incorporator

The name and address of the incorporator are:

Robert G. Robison  
Morgan, Lewis & Bockius LLP  
101 Park Avenue  
New York, New York 10178

## ARTICLE VI

### Purpose and Powers

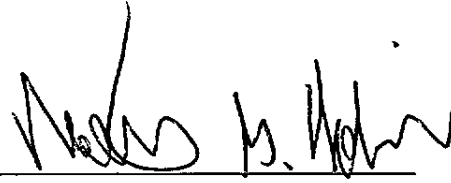
The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act and under the laws of any jurisdiction in which the corporation may operate. The corporation shall have all lawful powers necessary or appropriate to conduct such business including, but not limited to, all corporate powers which corporations may have under the Florida Business Corporation Act.

## ARTICLE VII

### Indemnification of Officers and Directors

The corporation shall indemnify and may insure its officers and directors to the fullest extent permitted by law.

IN WITNESS WHEREOF, these Articles of Incorporation have been executed  
this \_\_\_\_th day of July, 1998.

A handwritten signature in black ink, appearing to read "Robert G. Robison", written over a horizontal line.

Robert G. Robison  
Incorporator

Acceptance By Registered Agent

The undersigned hereby accepts the appointment as registered agent of Mayor's Jewelers Acquisition Corp. and agrees to comply with the provisions of the laws of Florida, including section 48.091, Florida Statutes, providing for the keeping open of the registered office for service of process.

The undersigned is familiar with, and accepts, the obligations of the position of registered agent.

Dated: July 22<sup>nd</sup>, 1998.

By: Conne Bryan  
Name: \_\_\_\_\_

CT Corporation System

Registered Agent

**CONNIE BRYAN**  
**SPECIAL ASSISTANT SECRETARY**

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**TALLAHASSEE, FLORIDA**