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NEW FILINGS	AMENDMENTS:		
Profit	Amendment		
NonProfit			
Limited Liability	Change of Registered Agent		
Domestication	Dissolution/Withdrawal		
Other	Merger		
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OTHER FILINGS	REGISTRATION/		
Annual Report	QUALIFICATION		
Fictitious Name	Foreign Limited Both and in		
Name Reservation	Limited Partnership Reinstatement Trademark		
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Examiner's Initials

CR2E031(1/95)

ARTICLES OF INCORPORATION

<u>OF</u>

JOYITA JEWELRY, INC.

ARTICLE I -- CORPORATE NAME

The name of the Corporation is:

JOYITA JEWELRY, INC.

The principal address of the Corporation shall be:

36 N.E. 1st Street Suite 342 Miami, Florida 33132

ARTICLE II - NATURE OF CORPORATE BUSINESS

The corporation may engage in or transact any or all activity or business

Permitted under the laws of the United States of America and of the State

of Florida.

ARTICLE III - CAPITAL STOCK

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

Number of Authorized Shares	Par Value	Class of Stock
500	\$1.00	Voting Common

<u>ARTICLE IV – PREEMPTIVE RIGHTS</u>

All shareholders of the Corporation shall be vested with full preemptive rights.



ARTICLE V - REGISTERED AGENT

The Corporation's Registered Agent and Registered Office in the State of Florida is:

Marisela Herrera 36 N.E. 1st Street Suite 342 Miami, Florida 33132

ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT

Having been named Registered Agent to accept service of process on the Corporation at the Registered Office designated in this Article of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of law pertaining thereto.

REGISTERED AGENT, MARISELA HERRERA

ARTICLE VI - BOARD OF DIRECTORS

The number of directors constituting the Board of Directors of the Corporation is one (1). The name and address of the Board of Directors is:

Marisela Herrera 36 N.E. 1st Street Suite 342 Miami, Florida 33132

ARTICLE VI – INCORPORATOR

The name and address of the person signing these Articles is:

36 N.E. 1st Street Suite 342 Miami, Florida 33132

Marisela Herrera

ARTICLE VI - INDEMNIFICATION

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

IN WITNESS WHEREOF, the undersigned Incorporation has executed these Articles of Incorporation, this 26 day of August 1998.

INCORPORATOR

98 SEP 1 PH 2: 30

STATE OF FLORIDA)

COUNTY OF DADE)

Before me, the undersigned authority, personally appeared, Marisela Herrera, to be known to be the person described in and who executed the forgoing Articles of Incorporation, who, after being duly sworn under oath, acknowledge before me that he executed the same for the purpose herein expressed.

WITNESS my hand and official seal in the State of Florida and County aforementioned this 26 day of Queus T_ 1998.

DAVID J. LOIACONO Personally Known [] Other i.D.