

Date: 9-29-98  
P98000090450

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re T & Y BROTHERS JEWELRY MANUFACTURING, Inc.  
(name of corporation)

700002661187-4  
-10/12/98--D1034--005  
\*\*\*\*125.00 \*\*\*\*78.75

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$125.00

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,

*Carole N. Capeluto*

CAROLE N. CAPELUTO  
(individual's name)

T & Y BROTHERS JEWELRY  
MANUFACTURING COMPANY INC.  
(name of corporation)

MAILING ADDRESS OF CORPORATION		
1079 SUNSET STRIP		
SUNRISE, FL 33313		
PHONE		
(	)	Ext.
Area Code	Number	

FILED STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
OCT 22 AM 10:51

F. CHESSEB

OCT 23 1998

W98-272-92  
625



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

October 14, 1998

CAROLYN CAPELUTO  
1079 SUNSET STRIP  
SUNRISE, FL 33313

SUBJECT: T & Y BROTHERS JEWELRY MANUFACTURING INC.  
Ref. Number: W98000023292

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 OCT 22 AM 10:57

We have received your document for T & Y BROTHERS JEWELRY MANUFACTURING INC. and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6904.

Freida Chesser  
Corporate Specialist

Letter Number: 698A00050867

ARTICLES OF INCORPORATION  
OF  
T & Y BROTHERS JEWELRY MANUFACTURING \_\_\_\_\_ INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 OCT 22 AM 10:57

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 T & Y BROTHERS MANUFACTURING INC.

ARTICLE II - PURPOSE

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

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue five hundred shares of \$1. 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 - EFFECTIVE DATE**

These Articles of Incorporation shall be effective upon the date of execution and acknowledgment of these articles. in the event that these articles are not filed with the Department of State within five (5) days, exclusive of legal holidays, after subscription and acknowledgment hereof, corporate existence shall begin when these article are filed with the Department of State. This corporation shall have perpetual existence.

**ARTICLE VI - PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorated share thereof (as nearly as may be done without issuance of fractional shares) at the prices at which it is offered to others.

**ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 1079 SUNSET STRIP, SUNRISE, FL 33313 and the name of the initial registered agent of the corporation is CAROLYN CAPELUTO whose address is 1079 SUNSET STRIP, SUNRISE, FL 33313.

#### ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have at least one director initially with the exact number of directors to be specified by the shareholders from time to time unless the shareholders shall by a majority vote, determine that the corporation be managed by the shareholders. The name and address of the initial director of this corporation is CAROLYN CAPELUTO, 1079 SUNSET STRIP, SUNRISE, FL 33313.

#### ARTICLE IX - INCORPORATOR

The name and address of the person signing these Articles is: CAROLYN CAPELUTO, 1079 SUNSET STRIP, SUNRISE, FL 33313.

#### ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director, to the fullest extent permitted by law either now existing or hereafter enacted.

#### ARTICLE XI

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors, or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniari-

ly or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such corporation, or who it is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction with like force and effect as if he were not such director or officer of such other corporation, or not so interested.

#### ARTICLE XII

The private property of the stockholders shall not be subject to the payment of the corporate debts to any extent whatever. The corporation shall have a first lien on the shares of its stockholders and upon the dividends due them for any indebtedness of such stockholders to the corporation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 21st day of OCTOBER, 1998.

SUBSCRIBER CAROLYN CAPELUTO





CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED.

In pursuance of chapter 48.091, Florida Statutes, the  
following is submitted, in compliance with said act:

First--that T & Y BROTHERS JEWELRY MANUFACTURING  
INC. desiring to organized under the laws of the State of  
Florida with its principal office, as indicated in the articles  
of incorporation at 1079 SUNSET STRIP, CITY OF SUNRISE, County of  
BROWARD, State of FLORIDA has named CAROLYN CAPELUTO located at  
1079 SUNSET STRIP, City of SUNRISE, County of BROWARD, State of  
FLORIDA, as its agent to accept service of process within this  
State.

#### ACKNOWLEDGEMENT

Having been named to accept service of process for the  
above stated corporation, at place designated in this  
certificate, I hereby accept to act in this capacity, and agree  
to comply with the provision of said Act relative to keeping open  
said office.

BY 

(Resident Agent)

CAROLYN CAPELUTO

FILED  
THE  
CLERK OF STATES  
DIVISION OF CORPORATIONS  
OCT 22 AM 10:57