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GS

GARY SIEGEL • ATTORNEY AT LAW

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV 16 PM 2:13

November 10, 1998

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, FL 32301

300002688250-1-7

-11/16/98-01083-005

*****70.00 *****70.00

Re: TIFFANY'S JEWELRY AUCTION, INC.

Dear Sir:

Enclosed herewith, please find an original and one copy of the Articles of Incorporation of the above-named corporation along with a check in the amount of \$70.00 to cover the following expenses:

Filing Fee:	\$20.00
Registered Agent Fee:	20.00
Certified Copy:	30.00
Total:	\$70.00

Please file same and forward a confirmation of the filing to me at your earliest convenience. Thank you for your assistance and cooperation.

Sincerely,

GARY SIEGEL, ESQUIRE

GS/clf
Enclosures

11-19
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ARTICLES OF INCORPORATION

OF

TIFFANY'S JEWELRY AUCTION, INC.

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ARTICLE I. NAME. The name of the corporation shall be
TIFFANY'S JEWELRY AUCTION, INC.

ARTICLE II. DURATION. The corporation shall exist
perpetually.

ARTICLE III. PURPOSE. The purpose of this corporation is for
the the sale of jewelry related items and for the transaction of
any lawful business for which corporations may be incorporated
under the law of the State of Florida.

ARTICLE IV. CAPITAL STOCK. This corporation is authorized to
issue One Hundred (100) shares of common stock with One Dollar
(\$1.00) par value per share, and the consideration to be paid for
each share shall be fixed by the Board of Directors.

ARTICLE V. INITIAL REGISTRATION OFFICE AND AGENT. The street
address of the Initial Registered Office and principal office is
6500 S. Hwy. 17-92, Fern Park, FL 32730, and the mailing address of
the Initial Registered Office and principal office of this
corporation is 6500 S. Hwy. 17-92, Fern Park, FL 32730. The name
of the Registered Agent is GARY SIEGEL, ESQUIRE.

ARTICLE VI. INITIAL BOARD OF DIRECTORS. This corporation
shall have one (1) director initially. The number of directors may

never be less than one (1). The name and address of the initial director of this corporation is:

LELAND McKEE
6500 S. Hwy. 17-92
Fern Park, FL 32730

ARTICLE VII. INITIAL OFFICERS.

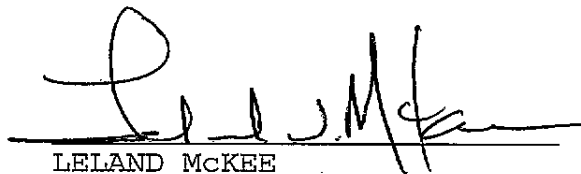
President: LELAND McKEE
V. President: LELAND McKEE
Secretary: LELAND McKEE
Treasurer: LELAND McKEE

ARTICLE VIII. INITIAL SHAREHOLDERS. Shares of capital:

LELAND McKEE 100 Shares

ARTICLE IX. AMENDMENT. This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.


IN WITNESS WHEREOF, the undersigned Incorporator(s) has/have executed these Articles of Incorporation this 10th day of November, 1998.


LELAND McKEE

ACCEPTANCE OF REGISTERED AGENT

I, GARY SIEGEL, have been named to act as the Registered Agent to accept service of process for TIFFANY'S JEWELRY AUCTION, INC., designated by the corporation, I accept to act in this capacity and to comply with the provisions of said act relative to keeping said office open.

DATED THIS 1st day of November, 1998.



GARY SIEGEL, ESQUIRE

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