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PETER A. BELL, P.A.

ATTORNEYS AT LAW

PETER A. BELL, Esq.

FILED

98 NOV 30 PM 4:39
322 Tamiami Trail, Suite 20
Punta Gorda, FL 33950
(941) 639-1511
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

November 25, 1998

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

000002698220--7
-11/30/98-01138-009
****122.50 *****78.75

Re: Placida Jewelers, Inc.

Dear Sir:

Enclosed please find Articles of Incorporation for the above-referenced corporation together with check in the amount of \$122.50 which represents the filing fee.

Thank you for your prompt attention to this matter.

Sincerely,



Peter A. Bell

PAB/dw

Enclosures

P. Hall

DEC -3 1998

(4)

ARTICLES OF INCORPORATION
OF
PLACIDA JEWELERS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purposes of forming a corporation under the Florida Corporation Act hereby adopts the following Articles of Incorporation:

ARTICLE ONE
NAME

The name of the corporation is Placida Jewelers, Inc.

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 laws of the State of Florida.

ARTICLE FOUR
CAPITAL STOCK

The maximum number of shares which the corporation has authority to issue is 100, all of which shall be common shares with a par value of \$1.00 each.

ARTICLE FIVE
REGISTERED OFFICE

The street address of the initial registered office of the corporation and the name of the initial registered agent at such address is:

Herb Hitzig
13130 Placida Pt. Court
Placida, Florida 33946

The principal office address of the corporation is:

13130 Placida Pt. Court
Placida, Florida 33946

ARTICLE SIX
PRE-EMPTIVE RIGHTS

The shareholders shall have pre-emptive rights.

ARTICLE SEVEN
DIRECTORS

The Board of Directors of the corporation shall consist of not more than three (3) members. The method of election of directors shall be as stated in the By-Laws.

The names and addresses of the initial Board of Directors are:

Herb Hitzig 13130 Placida Pt. Court
 Placida, Florida 33946

Mary Hitzig - 13130 Placida Pt. Court
 Placida, Florida 33946

ARTICLE EIGHT
INCORPORATOR

The name and address of the Incorporator is:

Herb Hitzig - 13130 Placida Pt. Court
 Placida, Florida 33946

IN WITNESS WHEREOF, I have hereunto subscribed my name this
25th day of November, A.D., 1998.




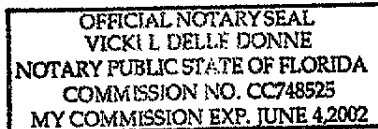
Herb Hitzig

STATE OF FLORIDA
COUNTY OF CHARLOTTE

On this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgements, personally appeared HERB HITZIG, who is personally known to me and whose name is subscribed to the within instrument, and acknowledged that he executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 25th day of November, A.D., 1998.


Vicki L. Delle Donne
Notary Public - State of Florida



I HEREBY am familiar with and accept the duties and responsibilities as Registered Agent for Placida Jewelers, Inc.

DATED this 25th day of November, A.D., 1998.


Herb Hitzig

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