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January 26, 1999

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Florida Department of State
Division of Corporations
New Filing Section
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Tallahassee, FL 32314

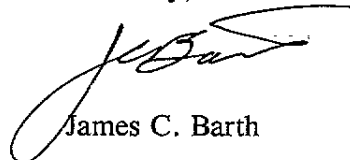
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-01/28/99-01076-012
*****78.75 *****78.75

RE: Christos Jewelers, Inc.

To Whom It May Concern:

Enclosed are the original Articles of Incorporation for Christos Jewelers, Inc., together with the acceptance of David F. Leuze as Registered Agent. Also enclosed is a check in the amount of \$78.75 to cover the costs of incorporation. Feel free to call me if you have any questions.

Sincerely,


James C. Barth

JCB:cab

Enclosures

FILED
99 JAN 28 AM 9:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CB
2-29-99
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ARTICLES OF INCORPORATION
OF
CHRISTOS JEWELERS, INC.

FILED
99 JAN 28 AM 9:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation is Christos Jewelers, Inc.

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The purpose is to operate a retail jewelry store or stores and/or any business as permitted under the laws of the United States and the State of Florida.

ARTICLE IV

The corporation shall have authority to issue Ten Thousand (10,000) shares of common stock, all of one class, ten cents (\$.10) par value.

ARTICLE V

The address of its principal office is 329 Wood Beach Drive, Seagrove Beach, Florida 32459.

ARTICLE VI

The address of its initial Registered Office is 329 Wood Beach Drive, Seagrove Beach, Florida 32459, and the name of its initial Registered Agent at said address is David F. Leuze.

I hereby accept the appointment as Registered Agent and am familiar with the duties and responsibilities as Registered Agent of said corporation.


DAVID F. LEUZE

ARTICLE VII

The number of directors constituting its initial Board of Directors is one, whose name and address is David F. Leuze, 329 Wood Beach Drive, Seagrove Beach, FL 32459.

ARTICLE VIII

The name and address of the incorporator is David F. Leuze, 329 Wood Beach Drive, Seagrove Beach, FL 32459.

The undersigned incorporator has executed these Articles of Incorporation this 26th day of January, 1999.

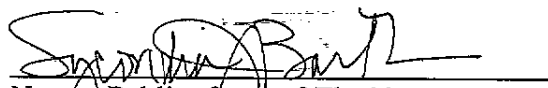

DAVID F. LEUZE
Incorporator

FILED
JAN 28 AM 9:04
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

STATE OF FLORIDA
COUNTY OF WALTON

BEFORE ME the undersigned authority, personally appeared DAVID F. LEUZE, who produced Florida driver's license as identification and who is to me well known to be the person described in and who subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, at 30 South Shore Drive, Destin, in said County and State this 26th day of January, 1999.


Notary Public, State of Florida



Sycondia J. Barth
MY COMMISSION # CC719548 EXPIRES
April 11, 2002
BONDED THRU TROY FAIN INSURANCE, INC.