

ACCOUNT NO. : 072100000032

REFERENCE :

115542 7138741

AUTHORIZATION:

COST LIMIT :

ORDER DATE: January 28, 1999

ORDER TIME: 9:38 AM

ORDER NO. : 115542-005

700002761807--6

CUSTOMER NO: 7138741

CUSTOMER: Mr. Daniel S. Friebis

MR. DANIEL S. FRIEBIS MR. DANIEL S. FRIEBIS

Suite B-1

3890 Turtle Creek Drive Port Orange, FL 32127

DOMESTIC FILING

NAME:

MERRITT-JEWELRY, INC.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION

CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

11799-2607

EXAMINER'S INITIALS:



DIVISION OF CORPORATIONS

99 FEB -2 AM 10: 12

FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

February 2, 1999

CSC NETWORKS 1201 HAYS STREET TALLAHASSEE, FL 32301

SUBJECT: MERRITT JEWELRY, INC.

Ref. Number: W99000002607

RESUBMIT

Please give original submission date as file date.

We have received your document for MERRITT JEWELRY, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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) 487-6973.

Claretha Golden Document Specialist

Letter Number: 199A00004512

DIVISION OF CORPORATION

99 FEB - 3 AN 8: 57

OLVISION OF CORPORATIONS

99 FEB -2 AM 10: 12

ARTICLES OF INCORPORATION

OF

MERRITT JEWELRY DESIGN, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

MERRITT JEWELRY DESIGN, INC.

The address of the principal office of this corporation shall be 618 Sherman Road, South Daytona, Florida 32119, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 3890 Turtle Creek Drive, Suite B-1, Port Orange, Florida 32127, and the name of the initial registered agent of the corporation at that address is Daniel S. Friebis.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The name and address of the initial member of the Board of Directors are:

Cynthia A. Yeats 618 Sherman Road, South Daytona, Florida 32119

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

The Company Corporation 1013 Centre Road Wilmington, Delaware 19805

The undersigned incorporator has executed these Articles of Incorporation on February 2, 1999.

Deborah D. Skipper, Incorporator

CKS

SECRETARY OF STATE DIVISION OF CORPORATIONS 99 FEB -2 AM 10: 12

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN THE ARTICLES OF INCORPORATION

Daniel S. Friebis, an individual residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

MERRITT JEWELRY DESIGN, INC.

Daniel S. Friebis is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

3ց։_

Typed Name: Daniel S. Friebis