

P99000011747

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS
99 FEB -5 PM 2:05

T.Y.J.F., Inc

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DIVISION OF CORPORATIONS

- Art of Inc. File _____
- LTD Partnership No. 002765893-6
-02/05/89-01056-007
- Foreign Corp. File *****78.75 *****78.75
- L.C. File _____
- Fictitious Name File _____
- Trade/Service Mark _____
- Merger File _____
- Art. of Amend. File _____
- RA Resignation _____
- Dissolution / Withdrawal _____
- Annual Report / Reinstatement _____
- Cert. Copy _____
- Photo Copy _____
- Certificate of Good Standing _____
- Certificate of Status _____
- Certificate of Fictitious Name _____
- Corp Record Search _____
- Officer Search _____
- Fictitious Search _____
- Fictitious Owner Search _____
- Vehicle Search _____
- Driving Record _____
- UCC 1 or 3 File _____
- UCC 11 Search _____
- UCC 11 Retrieval _____
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Signature _____

Requested by: cy 215 10:42
 Name Date Time
 Walk-In _____ Will Pick Up _____

R. Purinton FEB - 5 1999

ARTICLES OF INCORPORATION

99 FEB -5 PM 2:05

OF

T.Y.J.F., INC.

I, the undersigned incorporator, hereby make, acknowledge and file these Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation shall be:

T.Y.J.F., INC.

ARTICLE II - NATURE OF BUSINESS

The general purpose for which this corporation is organized is to transact any and all lawful business for which the corporation may be incorporated under Chapter 607, Florida Statutes.

ARTICLE III - AUTHORIZED SHARES

The corporation shall be authorized to create and issue 1,000 shares of Common Stock having a par value of \$1.00 per share.

The whole or any part of the authorized shares of the Corporation may be issued for a consideration payable in cash or other property, tangible or intangible, or in labor or services actually performed for the Corporation having a value as is determined from time to time by the Board of Directors of the Corporation, not less than the par value of the stock so to be issued.

ARTICLE IV - DIRECTORS NAMES AND STREET ADDRESSES

The names and street addresses of the members of the first board of Directors who shall hold office until their successors have been duly elected or appointed and have qualified are as follows:

<u>NAME</u>	<u>STREET ADDRESS</u>
Frederick Strauss	c/o Freddy's Fine Jewelry Seybold Building 36 Northeast 1st Street Miami, FL 33132

ARTICLE V - INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is as follows:

<u>NAME</u>	<u>STREET ADDRESS</u>
Frederick Strauss	c/o Freddy's Fine Jewelry Seybold Building 36 Northeast 1st Street Miami, FL 33132

ARTICLE V - PRINCIPAL PLACE OF BUSINESS

The street address and mailing address of the principal office of the Corporation is as follows:

T.Y.J.F., INC.
c/o Freddy's Fine Jewelry
Seybold Building
36 Northeast 1st Street
Miami, FL 33132

ARTICLE VII - MISCELLANEOUS

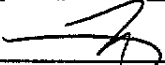
The following additional provisions for the regulation of the business and for the conduct of the affairs of the Corporation and creating, dividing, limiting and regulating the power of the Corporation, its stockholders and directors, are hereby adopted as a part of these Articles of Incorporation:

1. No person shall be required to own, hold or control stock in the Corporation as a condition precedent to holding an office in this Corporation.
2. The Board of Directors may prescribe a method or methods for replacement of lost certificates and prescribe reasonable conditions by way of security upon the issue of new certificates therefor.
3. In addition to other powers granted by these Articles of Incorporation and by law, the Corporation shall have power to adopt By-Laws not inconsistent with law or these Articles of Incorporation, and to change, amend and repeal the name, for the exercise and government of its affairs and property, the transfer of its records of its stock or other securities, and the calling and holding of meetings of its stockholders. In no event, however, shall the By-Laws which may be adopted, or any provision thereof, limit in any way

the powers or rights of the Corporation provided by the law and by these Articles of Incorporation.

- 4. The Board of Directors, by the affirmative vote of a majority of the directors then in office, and irrespective of any personal interest of any of its members, shall have authority to establish reasonable compensation of all directors for services to the Corporation as directors, officers, or otherwise.
- 5. The Corporation shall indemnify any officer or director, or any former officer of director, to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation at Miami, Florida for uses and purposes aforesaid, this _____ day of _____, 1999.

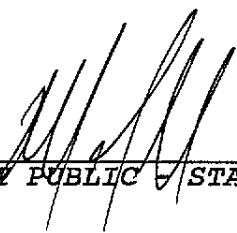


FREDERICK STRAUSS

STATE OF FLORIDA)
 : ss
COUNTY OF DADE)

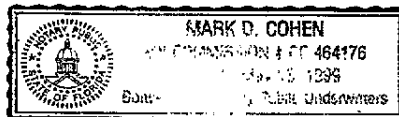
BEFORE ME, the undersigned authority, personally appeared FREDERICK STRAUSS, who is well known to me to be the person described in and who subscribed the above and foregoing Articles of Incorporation, and who freely and voluntarily acknowledged before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Miami, Dade County, Florida, this 30 day of Feb., 1999.



NOTARY PUBLIC / STATE OF FLORIDA

My Commission Expires:



DESIGNATION AND ACCEPTANCE

OF

REGISTERED AGENT

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 FEB -5 PM 2:05

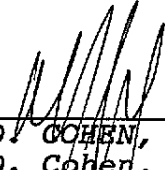
PURSUANT to Chapter 607.34, Florida Statutes, T.Y.J.F., INC., having filed its Articles of Incorporation contemporaneously herewith, with its registered office as indicated therein at Mark D. Cohen, P.A., Presidential Circle, Ste. 485 South, 4000 Hollywood Blvd., Hollywood, FL 33021, has named Mark D. Cohen, Esq., located at Presidential Circle, Ste. 485 South, 4000 Hollywood Blvd., Hollywood, FL 33021, as its registered agent to accept service of process within this State.

By: _____


FREDERICK STRAUSS

HAVING been named as registered agent to accept service of process for the above stated corporation, at the location designated herein, I hereby accept to act in this capacity, and agree to comply with the laws of Florida applicable thereto.

By: _____


MARK D. COHEN, ESQ.
Mark D. Cohen, P.A.
Presidential Circle, Ste. 485 So.
4000 Hollywood Blvd.
Hollywood, FL 33021
(954) 962-1166