

GENERAL TRIAL PRACTICE  
ADMIRALTY

LAW OFFICES  
OF  
**JOHN T. DAVID, P.A.**  
408 SOUTH ANDREWS AVENUE  
SUITE 202  
FORT LAUDERDALE, FLORIDA 33301

CRIMINAL LAW  
ENVIRONMENTAL LAW

(954) 523-1755  
FAX # (954) 523-7730

REPLY TO:  
P.O. BOX 608  
FT. LAUDERDALE, FL  
33302

February 26, 1999

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

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-03/02/99--01038--014  
\*\*\*\*157.50 \*\*\*\*\*78.75

Re: DePrisco Jewelers of Boston, Inc.  
Boston Appraisal Bureau, Inc.

Dear Sir or Madam:

Enclosed herewith please find the original and one (1) copy each of the Articles of Incorporation of DePrisco Jewelers of Boston, Inc. and Boston Appraisal Bureau, Inc. I have also enclosed my check for \$157.50 for the filing fees for these corporations.

Please return a certified copy of the Articles of Incorporation for each corporation to my office at your earliest convenience. Thank you for your courtesy and cooperation in this regard.

Very truly yours

  
JOHN T. DAVID, ESQUIRE

JTD/skj  
Encls.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 MAR - 2 AM 8:25

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ARTICLES OF INCORPORATION  
OF

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

99 MAR -2 AM 8:25

DePRISCO JEWELERS OF BOSTON SINCE 1948, INC.

ARTICLE I  
NAME

The name of this Corporation shall be DePRISCO JEWELERS OF BOSTON SINCE 1948, INC.

ARTICLE II  
NATURE OF BUSINESS

The Corporation is to be engaged in the jewelry business and may also engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III  
CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is 100 shares of common stock having a \$1.00 par value.

ARTICLE IV  
TERM OF EXISTENCE

The Corporation shall exist perpetually.

ARTICLE V  
ADDRESS

The initial street address of the Corporation's principal office in the State of Florida shall be:

DePrisco Jewelers of Boston Since 1948, Inc.  
1800 South Ocean Boulevard  
Boca Raton, FL 33432

ARTICLE VI  
REGISTERED AGENT

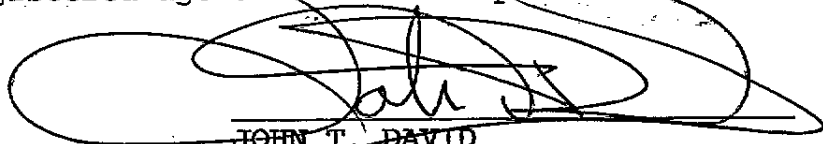
The Registered Agent of this Corporation shall be:

JOHN T. DAVID, ESQUIRE  
408 South Andrews Avenue, Suite 202  
Fort Lauderdale, FL 33301

ARTICLE VII - REGISTERED AGENT'S ADDRESS

The street address of the registered agent for this Corporation is 408 South Andrews Avenue, Suite 202, Fort Lauderdale, FL, 33301, and the name of the registered agent of this Corporation at that address is John T. David, Esquire.

I hereby am familiar with and accept the duties and responsibilities as registered agent for said Corporation.

  
JOHN T. DAVID

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) Director initially. The number of Directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial Director of this Corporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Deirdre DePrisco	1800 South Ocean Boulevard Boca Raton, FL 33432

ARTICLE IX - INCORPORATORS

The name and address of the person signing these Articles of Incorporation as its initial incorporator is:

Deirdre DePrisco  
1800 South Ocean Boulevard  
Boca Raton, FL 33432

ARTICLE X - 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.

ARTICLE XI - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE XII - INDEMNIFICATION

The Corporation shall indemnify any Officer or Director or any former Officer or Director, to the full extent permitted by law.

ARTICLE XIII - PREEMPTIVE RIGHTS

Every shareholder, upon the sale of any new stock of this Corporation of the same kind, class or series as that which it already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

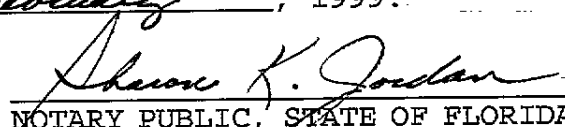
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 25<sup>th</sup> day of February, 1999.

  
DEIRDRE DePRISCO

STATE OF FLORIDA     )  
COUNTY OF PALM BEACH)

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County as aforesaid, personally appeared DEIRDRE DePRISCO, who is personally known to me, or who has produced as identification, and who, after being duly sworn, executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed these Articles of Incorporation.

SWORN TO and SUBSCRIBED before me in the State and County aforesaid on this 25<sup>th</sup> day of February, 1999.

  
NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:



99 MAR -2 AM 8:25

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS