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Florida Department of State

Division of Corporations

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FLORIDA PROFIT CORPORATION OR P.A.

~~RICHES OF ORLANDO, INC.~~

RICHES Jewelers, INC.

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 29, 1999

ACE INDUSTRIES

SUBJECT: RICHES OF ORLANDO, INC.
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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

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ARTICLES OF INCORPORATION

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TALLAHASSEE, FLORIDA

Article 1: Name of Corporation: RICHES JEWELERS, INC.

Address of Corporation: 5401 S. KIRKMAN ROAD #502
ORLANDO, FLORIDA 32819

Article 2: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 200 , with a par value of _____.
(PAR VALUE IS NOT REQUIRED).

Article 3: REGISTERED AGENT: TERRI WILKINSON

REGISTERED OFFICE: 5401 S. KIRKMAN ROAD #502
ORLANDO, FLORIDA 32819

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

04 / 27 / 99
Date

TERRI L. WILKINSON
Signature of Registered Agent

Article 4: The Board of Directors are: (Board of Directors is NOT REQUIRED).
First listed is President, second is Vice President, then Secretary/Treasurer.

1. NANCY A. ZEHNER, 323 OHIO AVENUE, LONGWOOD, FLORIDA 32750
2. TERRI L. WILKINSON 4747 S. WASHINGTON AVE #111, TITUSVILLE, FL 32780
- 3.

Article 5: The NAME and ADDRESS of the INCORPORATOR is:

TERRI WILKINSON
5401 S. KIRKMAN ROAD #502
ORLANDO, FLORIDA 32819

In witness whereof, I have subscribed my name:

TERRI L. WILKINSON
Signature of Incorporator

H99-10216

Prepared by: Ace Industries, Inc., 54 NW 11th Street, Miami, FL 33136, (305) 358-2571