

FROM : Lusky & Assoc.

PHONE NO. : 305 446 1205

Sep. 09 1999 03:21PM P1

Division of Corporations

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Florida Department of State

Division of Corporations

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To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : JEFFREY LUSKY & ASSOCIATES, PA
Account Number : 110331002052
Phone : (305) 446-1245
Fax Number : (305) 446-1205

FLORIDA PROFIT CORPORATION OR P.A.

EPEL'S JEWELRY, INC.

Certificate of Status	0
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Page Count	01
Estimated Charge	\$70.00

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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida Corporation is:

EPEL'S JEWELRY, INC.

The Corporation is being formed for the purpose of selling jewelry and all lawful business permitted under applicable law.

Article II. Address

The mailing address of the Corporation is:

EPEL'S JEWELRY, INC.
60 NW 12th Avenue, Suite A
Miami, Florida 33128

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:

Jacobo Epelbaum
60 NW 12th Avenue, Suite A
Miami, Florida 33128

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Jacobo Epelbaum
Raquel Epelbaum

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Jeffrey Lusky, Esq.
Lusky & Associates, P.A.
301 Almeria Avenue, Suite 345
Miami, Florida 33134
(305) 446-1245

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Article V. Capital Stock

The Corporation shall have the authority to issue 1000 shares of common stock, par value \$1.00 per share.

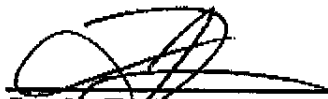
Article VI. Incorporator

The name and address of the incorporator is:

Jacobo Epelbaum
60 NW 12th Avenue, Suite A
Miami, Florida 33128

Article VII. Corporate Existence

The Articles of Incorporation shall become effective and the corporate existence will begin on September 9, 1999.



Jacobo Epelbaum
Jeffrey Lusky, Attorney-In-Fact

Jeffrey Lusky, Esq.
Lusky & Associates, P.A.
301 Almeria Avenue
Coral Gables, Florida 33134
(305) 446-1245

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FROM : Lusky & Assoc.

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**CERTIFIED OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

EPEL'S JEWELRY, INC.

REGISTERED AGENT/OFFICE:

**Jacobo Epelbaum
60 NW 12th Avenue, Suite A
Miami, Florida 33128**

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.


**Jacobo Epelbaum
Jeffrey Lusky Attorney-in-Fact**

Date: September 9, 1999.

**Jeffrey Lusky, Esq.
Lusky & Associates, P.A.
301 Almeria Avenue, Suite 345
Coral Gables, Florida 33134
(305) 446-1245**

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