

FILED EFFECTIVE

03 MAY 21 PM 3:10

SECRETARY OF STATE
STATE OF IDAHO

ARTICLES OF INCORPORATION
OF

MALIBU BEACH ROCK JEWELRY, INC.

The undersigned, in order to form a corporation pursuant to Idaho Business Corporation Act, certify as follows:

ARTICLE I

The name of the corporation is MALIBU BEACH ROCK JEWELRY, INC., (hereafter "Corporation").

ARTICLE II

The purposes for which this Corporation is organized are as follows:

1. To engage in JEWELRY MAKING; and
2. To engage in any other lawful activity or business for which corporations may be incorporated under the Idaho Business Corporation Act.

ARTICLE III

The Corporation shall have perpetual existence.

ARTICLE IV

The address of the initial registered office of the Corporation shall be 3192 SHORTLEAF BOISE, ID 83716, and the name of its initial registered agent at such VICTORIA PURDY.

ARTICLES OF INCORPORATION - 1

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ARTICLE V

The shares of stock to be issued by the Corporation shall consist of one class only, and the aggregate number of shares which the Corporation shall be authorized to issue shall be 1,000 shares of stock, each having a par value of \$1.00 per share. All shares of stocks shall have the same rights in such Corporation and shall be nonassessable when paid in full.

ARTICLE VI

The names and post office addresses of the incorporators and organizers, who have named themselves as the initial directors to serve until the first election of directors of the Corporation are as follows:

NAME:	ADDRESS:
VICTORIA PURDY	3192 SHORTLEAF
	BOISE, ID 83716

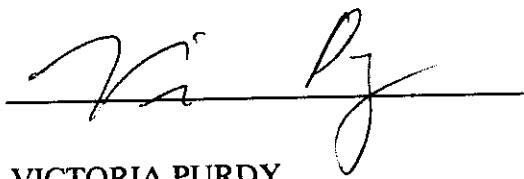
ARTICLE VII

The private property of the stockholders of this Corporation shall not be subject to the payment of the corporate debts in any amount or to any extent whatever.

ARTICLE VIII

The Corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

Dated: 5/21/03

A handwritten signature in black ink, appearing to read "VICTORIA PURDY", is written over a horizontal line. The signature is fluid and cursive, with "VICTORIA" on the left and "PURDY" on the right.

VICTORIA PURDY