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Prepared by: Jeffrey D. Carden Jr.
811 Paradise Point
Columbiana, Alabama 35051

Inst # 1997-05815

STATE OF ALABAMA
TALLADEGA COUNTY

# ARTICLES OF INCORPORATION OF PROFESSIONAL WIRE CRAFTERS, INC.

The undersigned desires to become a body corporate for the the purpose of carrying on a lawful business in pursuance of the laws of Alabama relating to corporations, and for that purpose does make and file these Articles of Incorporation pursuant to provisions of the Alabama Business Corporation Act.

## ARTICLE I

The name of the corporation shall be Professional Wire Crafters, Inc. and the duration of the corporation shall be perpetual.

## ARTICLE II

The nature of the business and the objects and purposes to be transacted, promoted, or carried on, are to do any and all things set forth herein, as fully and to the same extent as natural persons might do or could do, viz:

1. To operate and conduct the general business of sale of jewlery, rent land and buildings, and other business concerning this business operations.

2. To buy, sell, promote, broker, store, hold, and deal in or with in any manner the physical equipment, and to likewise hold, manage, buy, sell, rent, real and personal property in connection with ancillary to the business of service, for protection from employees and other persons related to operation of the jewlery business.

3. To do any and all of the acts of this corporation in a business or trade name or by and through officers, agents, employees, subsidiaries, independent contractors, or sales associates or by any other lawful means.

4. To transact any or all lawful business for which corporations may be incorporated under the Alabama Business Corporation Act, as it now exists or may hereafter be amended.

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5. To have and to exercise all the powers now or hereafter conferred by the laws of the State of Alabama upon corporations organized under the laws which the corporation is organized and any and all acts amendatory thereof and supplemental thereto.

The foregoing clauses shall be construed as powers as well as objects, and purposes, and the matters expressed in each clause shall, except as otherwise expressly provided, be in nowise limited by reference to or inference from the terms of any other clause, but shall be regarded as independent objects, purposes and powers; and the enumerations of specific objects, purposes, and powers shall not be construed to limit or restrict in any manner the meaning of general terms or the powers of the corporation now or hereafter conferred by law: nor shall the expressions of one thing be deemed to exclude another not expressed, although it be of like nature.

## ARTICLE III
## CAPITAL STOCK

1. (a) The total number of shares of stock which the corporation shall have authority to issue shall be One hundred (100) shares, of the par value of ten dollars ($10.00) per share, consisting solely of common stock and being non-assessable.

(b) Each and every share of the Common Stock shall be entitled to one vote per share. In all rights and respects, each share of Common Stock shall be equal and identical. The corporation shall have a lein upon the shares of its capital stock owned by any stockholder for any debt or liability incurred by such stockholder to the corporation before a notice to the corporation to transfer or levy on such shares.

(c) At each election for directors every shareholder entitled to vote at such election shall have the right to vote, in person or by proxy, the number of shares owned by him for as many persons as there are directors to be elected and for whose election he has a right to vote.

2. The amount of capital stock (stated Capital) with which the corporation will begin business is $1,000.00.

3. The stock of this corporation shall be and is hereby designated as Section 1244 Stock pursuant to the provisions of 26 United State Code, Section 1244.

## ARTICLE IV
## SPECIAL PROVISIONS

The following provisions for the regulations of the business and for the conduct of the affairs of the corporation, the directors and stockholders are hereby established.

1. In additon to all other powers conferred upon the Board of Directors by statute, or by the by-laws of the corporation, the Board of Directors is expressly authorized to designate one or more of their number to constitute one or more committees, which, to the extent provided in such resolutions or in the by-laws of the corporation, shall have and may exercise such of the powers of the Board of Directors in the management of the business and affairs of the corporation as may be delegated to it, and may have power to authorize the seal of the corporation to be affixed to all papers which may require it, and by like resolutions, from time to time, to constitute other committees with such powers as shall be provided in such resolutions or in the by laws of the corporation.

2. In the event that the majority of the members of the Board of Directors is disqualified to act with respect to any matter, the doing of the act may be authorized by the affirmative vote of a majority of the stockholders of the corporation, or by such greater percentage of the stockholders as may otherwise be required by law to authorize such action, and upon such authorization such acts shall not be void or voidable at the instance of any stockholder unless otherwise expressly provided by the laws of the State of Alabama.

## ARTICLE V

1. The initial registered office of the corporation shall be:

811 Paradise Point
Columbiana, Alabama 35051

2. The initial registered agent of the corporation at said address above shall be:

Jeffrey D. Carden Jr.

## ARTICLE VI

1. The officers of this corporation shall consist of a President, Vice-President and Secretary-Treasurer.

2. The initial Board of Directors of this corporation shall consist of two persons.

3. The names and addresses of the persons who shall serve as officers and directors until the first annual meeting of shareholders or until their successors are elected and qualified are:

Jeffrey D. Carden Jr. --- President
811 Paradise Point
Columbiana, Alabama 35051

Cassie Mason --- Treasurer and Secretary
811 Paradise Point
Columbiana, Alabama 35051

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ARTICLE VII

The name and address of the orgiginal incorporators are:

Jeffrey D. Carden Jr. — 50 Shares
811 Paradise Point
Columbiana, Alabama 35051

Cassie Mason — 50 Shares
811 Paradise Point
Columbiana, Alabama 35051

IN WITNESS WHEREOF, I have hereunto set my hand and seal on this the 24 day of February, 1997.

______________________ (L.S.)
Jeffrey D. Carden Jr.

______________________ (L.S.)
Cassie Mason

INCORPORATOR

# STATE OF ALABAMA

I, Jim Bennett, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that pursuant to the provisions of Section 10-2B-4.02, Code of Alabama 1975, and upon an examination of the corporation records on file in this office, the following corporate name is reserved as available:

Professional Wire Crafters Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Jeffery Carden Jr., 811 Paradise Point, Columbiana, AL 35051 for a period of one hundred twenty days beginning February 18, 1997 and expiring June 19, 1997.

ALABAMA GREAT SEAL

In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

February 18, 1997

Date

Jim Bennett

Jim Bennett Secretary of State

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