

**Commonwealth of Kentucky
Trey Grayson, Secretary of State**

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Trey Grayson
Secretary of State
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Trey Grayson
Secretary of State
P. O. Box 718
Frankfort, KY 40602-0718
(502) 564-3490
<http://www.sos.ky.gov>

Articles of Incorporation

PAI

For the purposes of forming a business corporation in Kentucky pursuant to KRS Chapter 271B, the undersigned incorporator hereby submits the following Articles of Incorporation to the office of the Secretary of State for filing:

Article I: The name of the company is

KMI Jewelers, Inc.

Article II: The street address of the company's initial registered office in Kentucky is

458 Village Lane, Hazard, KY 41701

and the name of the initial registered agent at that address is **Kathy Ivey**

Article III: The mailing address of the company's initial principal office is

458 Village Lane, Hazard, KY 41701

Article IV: The name and mailing address of each incorporator is

Kathy Ivey 458 Village Lane, Hazard, Kentucky 41701

Article V: The number of shares the corporation is authorized to issue is **100**

Executed by the Incorporator on Wednesday, March 04, 2009

Signature of Incorporator: **Kathy Ivey**

I, **Kathy Ivey**, consent to serve as the registered agent on behalf of the corporation.

Signature of registered agent or individual signing on behalf of the company serving as registered agent:

Kathy Ivey