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State of Delaware



Office of Secretary of State

I, MICHAEL HARKINS, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF INCORPORATION OF STEPHEN EARLE DIAMOND ASSOCIATION FILED IN THIS OFFICE ON THE FIFTH DAY OF JUNE, A.D. 1990, AT 9 O'CLOCK A.M.

| | | | |

RECEIVED FOR RECORD

JUN 26 10:01

EVELYN T. ALLEN
RECORDER

690156002

Michael Harkins
Michael Harkins, Secretary of State

12679934

AUTHENTICATION:

DATE:

06/06/1990

2/44741

SK1032PG0518

CERTIFICATE OF INCORPORATION

OF

STEPHEN EARLE DIAMOND ASSOCIATION

690156002

FIRST. The name of this corporation is:

STEPHEN EARLE DIAMOND ASSOCIATION

SECOND. Its registered office in the State of Delaware is to be located at 1013 Centre Road, in the City of Wilmington, County of New Castle 19805, The registered Agent at such address is CORPORATE AGENTS, INC.

THIRD. The purpose or purposes of the corporation shall be:

To engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

FOURTH. The total number of shares of stock which this corporation is authorized to issue is:

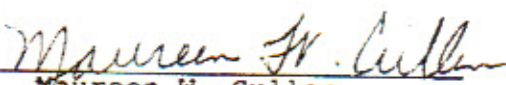
Fourteen Thousand Five Hundred Ninety Two (14,592) shares with a par value of Twenty Three Dollars (\$23.00) per share, amounting to Three Hundred Thirty Five Thousand Six Hundred Sixteen Dollars (\$335,616).

FIFTH. The name and mailing address of the incorporator is as follows:

Maureen W. Cullen
CORPORATE AGENTS, INC.
1013 Centre Road
Wilmington, DE 19805

SIXTH. The Board of Directors shall have the power to adopt, amend or repeal the by-laws.

IN WITNESS WHEREOF, The undersigned, being the incorporator hereinbefore named, for the purposes of forming a Corporation under the laws of the State of Delaware has executed, signed and acknowledged this certificate of incorporation this fifth day of June, A.D. 1990.


Maureen W. Cullen
Incorporator

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