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12 MAR 22 PM 2:45
SECRETARY OF STATE
HARRISBURG, PA 17104

8:00 PM MAR 26 2012

COVER LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Scentsability Micro-Enterprise, Inc.

(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Bonnie Schmidt

Name (Printed or typed)

503 NW 118th Way

Address

Coral Springs, FL 33071

City, State & Zip

(954) 464-5114

Daytime Telephone number

Bonnies@healthclubsoftware.com

E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION
OF
SCENTSABILITY MICRO-ENTERPRISE, INC.**

ARTICLE I

The name of this corporation is **SCENTSABILITY MICRO-ENTERPRISE, INC.** The address of the principal office of the corporation is 503 Northwest 118th Way, Coral Springs, FL 33071, and its mailing address is the same.

ARTICLE II

This is a nonprofit corporation, organized exclusively for charitable, religious, educational, and scientific purposes, pursuant to the Florida Corporations Not for Profit Law set forth in Chapter 617 of the Florida Statutes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding section of any future federal tax code.

ARTICLE III

The term of existence of the corporation is perpetual.

ARTICLE IV

The general purpose for which this corporation is organized is to:

- A. Operate exclusively for such charitable and educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or under any corresponding provisions of any subsequent federal tax laws.
- B. Operate a retail location with the specific purpose of employing and providing on-the-job vocational training to young adults who are mentally handicapped. The retail location will be the training facility, and the Company will work through existing Section 501(c)(3) organizations, schools and education facilities to fund training programs.
- C. To work through existing Section 501(c)(3) organizations and government agencies to assist young adults who are mentally handicapped identify and obtain grants and other start-up funding to establish their own business.

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TALLAHASSEE, FLORIDA

ARTICLE V

The following individuals shall constitute the initial Board of Directors and are hereby appointed to serve as directors until their successors are duly elected and qualified:

Bonnie Schmidt 503 NW 118th Way
Coral Springs, FL 33072

Lynda Zimmerman 32 Country Ridge Circle
Rye Brook, NY 10573

Jessica Schmidt 503 NW 118th Way
Coral Springs, FL 33072

The terms they shall serve and the manner in which successor directors shall be elected shall be set forth in the bylaws of the corporation.

ARTICLE VI

Earnings and Activities of the corporation:

A. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its directors, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article IV hereof.

B. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

C. Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law).

D. Notwithstanding any other provisions of these Articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of these purposes of this corporation.

ARTICLE VII

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or the organizations organized and operated exclusively for educational, scientific and charitable purposes as shall at any time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code 1986, as amended (or the corresponding provision of any United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a Court of competent jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine which are organized and operated exclusively for such purposes.

ARTICLE VIII

This corporation shall not have members.

ARTICLE IX

The name of the Incorporator of this corporation is BONNIE SCHMIDT and her address is 503 Northwest 118th Way, Coral Springs, FL 33071.

ARTICLE X

The property of this corporation is irrevocably dedicated to educational, scientific and charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director or officer thereof, or to the benefit of any private individual.

ARTICLE XI

The address of this corporation's registered office shall be 503 Northwest 118th Way, Coral Springs, FL 33071, and the name of its registered agent at the said address shall be BONNIE SCHMIDT.

ARTICLE XII

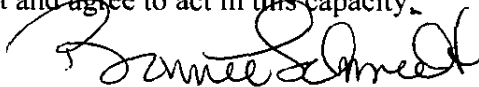
Amendments to these Articles of Incorporation may occur by an amendment approved by the Board of Directors. The above incorporates all amendments to date.

THE UNDERSIGNED, being the Incorporator of this corporation, for the purposes of forming this nonprofit corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 16th of March 2012.



BONNIE SCHMIDT, Incorporator

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



BONNIE SCHMIDT, Registered Agent

3-16-12

Date

STATE OF FLORIDA)
COUNTY OF BROWARD)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BEFORE ME, the undersigned authority, personally appeared BONNIE SCHMIDT, who is personally known to me to be the person who executed the foregoing Amended and Restated Articles of Incorporation and who acknowledged to and before me that she executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 16th day of MARCH, 2012.



NOTARY PUBLIC, State of Florida

NOTARY PUBLIC, STATE OF FLORIDA
Patricia D. Loomis
Commission # DD976217
Expires: MAR. 28, 2014
BONDED THRU ATLANTIC BONDING CO., INC.