MIAMI, FLORIDA
City/State/Zip (305)552-5973 Phone # Office Use Only

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CERTIFICATE OF INCORPORATION

OF

SMELL THE WORLD, INC.

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the State of Florida providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I - NAME

The name of the corporation shall be:

SMELL THE WORLD, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

10744 N. Kendall Dr. Suite M-17 Miami, Fl. 33176

ARTICLE III - PURPOSE

The corporation shall have perpetual existence and may engage in any and all business permitted under the laws of the State of Florida and the United States.

ARTICLE IV- CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of \$1.00 (one) par value common stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale of cash of any new common stock of this corporation, shall have the right to purchase his pro-rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Prepared by:

Yesit J. Campo, PA 9572 NW 41st Street Miami, FL 33178 (305) 593-2003

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Lina M. Perdomo 10744 N. Kendall Dr. Suite M-17 Miami, Fl. 33176

ARTICLE VII - BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one (1). The initially directors of this corporation are:

Lina M. Perdomo President/Secretary 10744 N. Kendall Dr.

Suite M-17

Miami, Fl. 33176

Camilo Diaz Vice-President 10744 N. Kendall Dr.

Suite M-17

Miami, Fl. 33176

ARTICLE VIII - INCORPORATOR

The name and street address of the incorporator to these articles is:

Lina M. Perdomo 10744 N. Kendall Dr. Suite M-17 Miami, Fl. 33176

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officers of directors to the full extent permitted by law.

ARTICLE X - BY LAWS

The power to adopt, alter, amend or repeal the by-laws shall be vested in the board of directors and the shareholders. In witness whereof, the undersigned incorporator has executed these articles of incorporation this 27th day of March, 2000.

Lina M. Perdomo

CERTIFICATE DESIGNATING THE ADDRESS AND AN AGENT UPON WHOM PROCESS MAY BE SERVED

WITNESSED:

That Smell The World, Inc. desiring to organize under the laws of the state of Florida has appointed Lina M. Perdomo 10744 N. Kendall Dr. Suite M-17. Miami, Fl. 33176 as registered agent to accept service of process within the state.

ACKNOWLEDGMENT:

Having been named by the first board of directors of Smell The World, Inc. to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to the act in this capacity, and agree to comply with the applicable provisions of the Florida Statues, this 27th day of March, 2000.

Lina M. Perdomo Registered Agent