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September 20, 2000

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
THE CAPITOL  
TALLAHASSEE, FLORIDA 32304

FILED  
00 SEP 25 AM 9:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RE: ARTICLES OF INCORPORATION OF  
SMILES BY LILY, INC.

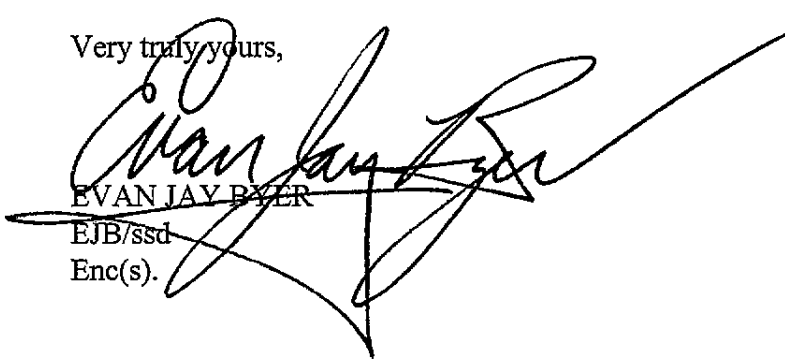
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\*\*\*\*\*70.00 \*\*\*\*\*70.00

Dear Sir or Madam:

Enclosed is an original plus copy of the Articles of Incorporation of SMILES BY LILY, INC., plus my check no. 2832 in the sum of \$70.00. Please return the copy stamped, along with the certificate, at your earliest convenience.

Thank you for your cooperation in this matter.

Very truly yours,

  
EVAN JAY BYER  
EJB/ssd  
Enc(s).

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## ARTICLES OF INCORPORATION OF SMILES BY LILY, INC.

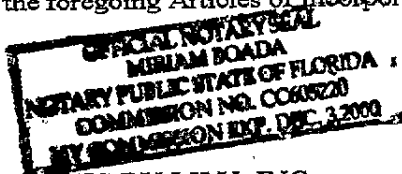
The undersigned, a subscriber to these Articles of Incorporation, a natural person competent to contract, hereby presents these Articles for the formation of a corporation pursuant to the laws of the State of Florida.

- ARTICLE I : The name of the corporation shall be : SMILES BY LILY, INC.
- ARTICLE II : The corporation shall engage in any activity or business permitted under the laws of the State of Florida. **THE SPECIFIC NATURE OF THE BUSINESS IS SALES AND EVENT PLANNING.**
- ARTICLE III : The corporation shall be organized to have a maximum of 1000 shares of stock outstanding. The shares shall have a par value of \$1.00 (one dollar) per share.
- ARTICLE IV : The name of the resident agent and address of the registered office and principal office are:  
LILIANNE KUBILIUN 15630 S.W. 16TH COURT PEMBROKE PINES, FLORIDA 33027.
- ARTICLE V : The corporation shall have one director. The number of directors may be increased from time to time by by-laws adopted by the shareholders.
- ARTICLE VI : The amount of capital with which the corporation shall commence business shall be not less than five hundred dollars.
- ARTICLE VII : The corporation shall exist perpetually.
- ARTICLE VIII : The name and address of the first board of directors is:  
LILIANNE KUBILIUN 15630 S.W. 16TH COURT PEMBROKE PINES, FLORIDA 33027.
- ARTICLE IX : The name and address of the subscriber to these Articles of Incorporation and the number of shares he/she has agreed to take is:  
LILIANNE KUBILIUN 15630 S.W. 16TH COURT PEMBROKE PINES, FLORIDA 33027 500 shares.
- ARTICLE X : These Articles of Incorporation may be amended in any manner provided by law.

  
SUBSCRIBER

STATE OF FLORIDA COUNTY OF MIAMI-DADE

BEFORE ME, the undersigned authority, personally appeared LILIANNE KUBILIUN, who is/are personally known to me or who has/have produced ..... as identification and did take an oath, and who executed the foregoing Articles of Incorporation for the purposes therein.



MIRIAM BORDA  
NOTARY PUBLIC

Printed name:

My commission expires:

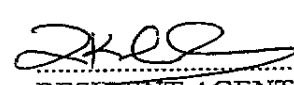
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DESIGNATION OF REGISTERED AGENT

SMILES BY LILY, INC., a corporation desiring to organize or qualify under the laws of the State of Florida with its principal place of business in the State of Florida, has named LILIANNE KUBILIUN, situate at 15630 S.W. 16TH COURT PEMBROKE PINES, FLORIDA 33027, as its agent to accept service of process.

 President 9/19/00  
CORPORATE OFFICER TITLE DATE

I agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as Resident Agent.

  
RESIDENT AGENT

DATE 9/19/00