

TRANSMITTAL LETTER

P00000099624

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

SUBJECT: SMELL & SMILE, INC.

(Proposed corporate name - must include suffix)

300003434023--9
-10/20/00--01085--007
*****78.75 *****78.75

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 of
Status

ADDITIONAL COPY REQUIRED

FROM: ANTONIA URENA
Name (Printed or typed)

1850 SW 8 ST #204 F
Address

MIAMI FL. 33135
City, State & Zip

(305) 788-0824 or 643-6827
Daytime Telephone number

FILED
00 OCT 20 PM 3:01
STATE OF FLORIDA
TALLAHASSEE, FLORIDA

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

Feb
10/25

FILED
00 OCT 20 PM 3:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF

SMELL & SMILE, INC.

The undersigned, a natural person, does hereby form a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation is SMELL & SMILE, INC.

ARTICLE II

The corporation may engage in any and all activities and businesses permitted under the laws of the United States and of the State of Florida. The corporation shall have all of the powers vested in a corporation organized under and existing by virtue of the laws of the State of Florida.

ARTICLE III

The maximum number of shares of stock which the corporation is authorized to issue and have outstanding at any time is 1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV

The existence of the corporation is perpetual.

ARTICLE V

The street address of the initial business office of the corporation is 7051 SW 47th STREET MIAMI FL. 333155 and the name and address of the initial registered agent of the corporation at that address is: MARIA CRISTINA LIEVANO PUERTO

ARTICLE VI

The corporation shall have THREE(3) directors initially. The number of directors may be increased or diminished from time to time pursuant to the By-Laws of the corporation, but shall not be less than one nor more than seven.

ARTICLE VII

The names and addresses of the members of the first Board of Directors of the corporation and the initial Officers who shall hold office for the first year of the corporation's existence or until their successor(s) is/are elected and qualified is/are:

<u>DIRECTORS</u>	<u>ADDRESS</u>
OSCAR ANDRES FERNANDEZ	845 SAND CREEK CL. WESTERN MIAMI FL. 33327
MARIA CRISTINA LIEVANO PUERTO	10812 N. KENDAL DRIVE APT.#Q24 MIAMI FL. 33176
OSCAR FERNANDEZ	845 SAND CREEK CL. WESTERN MIAMI FL. 33327

OFFICERS

OSCAR ANDRES FERNANDEZ, PRESIDENT

MARIA CRISTINA LIEVANO PUERTO, VICE PRESIDENT

OSCAR FERNANDEZ, TREASURER

ARTICLE VIII

Members of the Board of Directors of any Executive Committee thereof shall be deemed present at a meeting of such Board of Directors or Committee if a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other at the same time is used.

ARTICLE IX

A director shall not be prohibited or disqualified from voting on any issue, at any time, by reason of the fact that the issue under consideration may involve such director personally, directly or indirectly, or that it may involve any person, firm, corporation or other entity in which such director has a direct or indirect interest.

ARTICLE X

The name and address of the person signing these Articles as the Incorporator is: OSCAR ANDRES FERNANDEZ, PRESIDENT, 845 SAND CREEK CL. WESTERN MIAMI FL. 33327

ARTICLE XI

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders and approved either

at a shareholders' meeting by the affirmative vote of the holders of two-third 2/3) of the shares entitled to vote thereon or by written consent of all shareholders.

ARTICLE XII

The initial By-Laws of the corporation shall be adopted by a unanimous vote of the Board of Directors of the Corporation. Thereafter, the By-Laws of the Corporation may be amended, modified or repealed as provided by the By-Laws.

EXECUTED this 16 day of OCTOBER, 2000



OSCAR ANDRES FERNANDEZ, PRESIDENT

CERTIFICATE DESIGNATING REGISTERED AGENT
AND REGISTERED OFFICE

In accordance with Chapter 48.091, Florida Statutes, the following designation and acceptance is submitted in compliance thereof.

DESIGNATION

desiring to organize under the laws of the State of Florida, hereby designates MARIA CRISTINA L. PUERTO as its registered agent and 10812 N. KENDAL DRIVE APT. # Q24 MIAMI FL. 33176

ACCEPTANCE

Having been named as registered agent for the above corporation, I hereby agree to act in such capacity for such Corporation at its registered office.


MARIA CRISTINA LIEVANO PUERTO

FILED
00 OCT 20 PM 3:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA