

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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Smollie Girl, Inc.

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*****78.75 *****78.75

RECEIVED
TALLAHASSEE, FLORIDA
2001 MAY -9 PM 1:01
TO ALL COUNTY LEDGE
SUFFICIENCY OF FILING

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

☒ Art of Inc. File

LTD Partnership File

Foreign Corp. File

L.C. File

Fictitious Name File

Trade/Service Mark

Merger File

Art. of Amend. File

RA Resignation

Dissolution / Withdrawal

Annual Report / Reinstatement

☒ Cert. Copy

Photo Copy

Certificate of Good Standing

Certificate of Status

Certificate of Fictitious Name

Corp Record Search

Officer Search

Fictitious Search

Fictitious Owner Search

Vehicle Search

Driving Record

UCC 1 or 3 File

UCC 11 Search

UCC 11 Retrieval

Courier

FILED
01 MAY -9 PM 3:04
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

RECEIVED
01 MAY +9 PM 12:41
DIVISION OF CORPORATION

J. BRYAN MAY - 9 2001

ARTICLES OF INCORPORATION

for

SMOOLIE GIRL, INC.

FILED
01 MAY -9 PM 3:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator, hereby adopts these Articles of Incorporation and forms a profit corporation (the "Corporation") under the Florida Business Corporation Act (the "Act") and other laws of the State of Florida, as follows:

ARTICLE I. CORPORATE NAME.

The name of the Corporation is:

SMOOLIE GIRL, INC.

ARTICLE II. PRINCIPAL OFFICE.

The principal place of business and mailing address of the Corporation are:

**10630 Casey Dr.
New Port Richey, FL 34654**

ARTICLE III. CAPITAL STOCK.

(a) The Corporation is authorized to issue **1000** shares of one dollar (\$1.00) par value common stock, which shall be designated Common Stock.

(b) All or any portion of the Common Stock may be issued in payment for real or personal property, past services, or any other right or thing having a value, in the judgment of the Board of Directors, at least equivalent to the full value of the Common Stock so to be issued as hereinabove set forth, and when so issued shall become and be fully paid and nonassessable, the same as though paid in cash; and the Board of Directors shall be the sole judge of the value of any property, right or thing acquired in exchange for Common Stock and its judgment of such value will be conclusive.

(c) Notwithstanding the foregoing, the Corporation shall have the right to increase its capital stock either with or without value, and to provide in the event of such increase, the designations, preferences, voting powers or restrictions, or qualifications of voting powers, of such additional stock, in an amendment to its Articles of Incorporation.

ARTICLE IV. INITIAL REGISTERED AGENT.

The corporation has named:

**SUSAN FOSTER
10630 Casey Dr.
New Port Richey, FL 34654**

as its registered agent to accept service of process within the State of Florida. I hereby am familiar with and accept the duties and responsibilities as registered agent for SMOOLIE GIRL, INC.

ARTICLE V. INCORPORATORS.

The name and street address of the incorporator to these Articles of Incorporation are:

**SUSAN FOSTER
10630 Casey Dr.
New Port Richey, FL 34654**

ARTICLE VI. DIRECTORS.

This corporation shall have one (1) director. The number of directors may be increased from time to time by virtue of by-laws adopted by the stockholder but shall never be less than one (1).

ARTICLE VII. INITIAL DIRECTORS

The name and address of the member of the first Board of Directors are:

**SUSAN FOSTER
10630 Casey Dr.
New Port Richey, FL 34654**

ARTICLE VIII. INITIAL OFFICERS

The names and addresses of the officers of this corporation, who, subject to these Articles of Incorporation, the by-laws of this corporation and the laws of the State of Florida, shall hold office for the first year of the existence of this corporation, or until an election is held by the directors of this corporation for the election of permanent officers, or until the successors have been duly elected and qualified are:

PRESIDENT: SUSAN FOSTER
10630 Casey Dr.
New Port Richey, FL 34654

ARTICLE IX. PURPOSE.

The purpose of the Corporation is to engage in any and all lawful business for which corporations may be organized under general law.

ARTICLE X. TERM OF EXISTENCE.

This corporation is to exist perpetually.

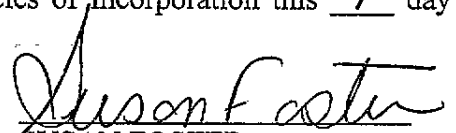
ARTICLE XI. PREEMPTIVE RIGHTS.

The Corporation elects to have preemptive rights.

ARTICLE XII. AMENDMENT.

These Articles of Incorporation may be amended in the manner provided by law.

The undersigned has executed these Articles of Incorporation this 7 day of May, 2001.


SUSAN FOSTER,
Incorporator and Registered Agent

STATE OF FLORIDA
COUNTY OF PASCO

SWORN AND SUBSCRIBED to before me this 7 day of May,
2001. Personally known or form of ID: personally Known.



Barbara A Reich

Notary Public- State of Florida

BARBARA A. REICH

Printed Name of Notary Public

Ljm/A:Incorp/Articles

FILED
01 MAY -9 PM 3:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA