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PROFESSIONAL ASSOCIATION

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November 8, 2001

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

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32314

Re: **Smokey Productions, Inc.**

Dear Sir or Madam:

Enclosed is an original and one copy of the Certificate of Incorporation for the above named corporation, the original of which is to be filed with your office. The remittance in the amount of \$78.75 is enclosed to cover the cost of same.

I would appreciate your preparing a certified copy and returning the same to us by return mail at your earliest possible convenience.

Thank you for your prompt attention to this matter.

Very truly yours,

Perla Abrams
PERLA F. ABRAMS

PFA:lg
encl.

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01 NOV 15 PM 4:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF INCORPORATION
OF
SMOKEY PRODUCTIONS, INC.**

FILED
01 NOV 15 PM 4:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, hereby make, subscribe and acknowledge this Certificate of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

1. The name of the corporation shall be:

SMOKEY PRODUCTIONS, INC.

and its existence shall be perpetual.

2. The general nature of the business to be transacted shall be to transact any lawful business for which corporations may be incorporated under the laws of the State of Florida and to have all other powers provided by the laws of the State of Florida.

3. The capital stock of the corporation shall consist of 100 shares of \$1.00 Dollar par value.

4. The principal office of the corporation shall be:

6530 S.W. 57th Court, Miami, FL 33143.

5. The amount of capital with which the corporation shall begin business is Five Hundred Dollars.

6. The number of the directors shall be at least one (1) and the name and post office address of the first Board of Directors and Officers are:

<u>NAME</u>	<u>OFFICE</u>	<u>POST OFFICE ADDRESS</u>
Timothy Williams	President/Treasurer	6530 S.W. 57th Court Miami, FL 33143
Albert Adams	Vice President/Secretary	6530 S.W. 57th Court Miami, FL 33143

7. The name of the subscribers to this Certificate of Incorporation, the number of shares they agree to take and the consideration thereof, the proceeds of which will amount to at least Five Hundred Dollars is as follows:

<u>NAME</u>	<u>NO. OF SHARES</u>	<u>CONSIDERATION</u>
Timothy Williams	100	\$500.00

8. The corporation designates ALBERT ADAMS, as its Resident Agent, to accept service of process within this State.

IN WITNESS WHEREOF, the undersigned hereby subscribe to this Certificate of Incorporation at Miami, Dade County, Florida, this ¹²12 day of November, 2001.


TIMOTHY WILLIAMS


ALBERT ADAMS

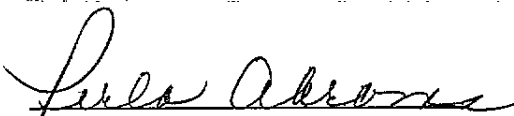
STATE OF FLORIDA

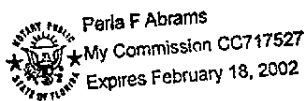
COUNTY OF MIAMI-DADE

BEFORE ME, the undersigned authority, personally appeared TIMOTHY WILLIAMS and ALBERT ADAMS, subscribers, to me known to be the persons described in and who executed the foregoing Certificate of Incorporation, who acknowledged before me that they subscribed thereto and did so for the purpose and uses therein mentioned and that ALBERT ADAMS consented to the appointment as Registered Resident Agent of the corporation to accept service of process within the State.

The foregoing instrument was acknowledged before me this 12th day of November, 2001, by ALBERT ADAMS and TIMOTHY WILLIAMS who are personally known to me or who provided FL Drivers License as identification who did (did not) take an oath.

MY COMMISSION EXPIRES:


NOTARY PUBLIC



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act.

First that SMOKEY PRODUCTIONS, INC., desiring to organize under the laws of the State of Florida with its principal offices as indicated in the Certificate of Incorporation at 6530 S.W. 57th Court, Miami, FL 33143, County of Miami-Dade, State of Florida, has named ALBERT ADAMS, 6530 S.W. 57th Court, Miami, FL 33143, as Registered Resident Agent to accept Service of Process within this State.

Having been named to accept Service of Process for the above stated corporation at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.


ALBERT ADAMS

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA