

P02000013076
TRANSMITTAL LETTER

FILED

02 JAN 23 PM 3:23

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

500004791905--0
-01/23/02--01068--007
****122.50 ****78.75

SUBJECT: SMILEY'S INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check
for :

<input type="checkbox"/> \$70.00	<input type="checkbox"/> \$78.75	<input checked="" type="checkbox"/> \$122.50	<input type="checkbox"/> \$131.25
Filing Fee	Filing Fee & Certificate	Filing Fee & Certified Copy	Filing Fee, Certified Copy & Certificate

FROM: PATIENCE ACCOUNTING & TAX SERVICE INC.
Name (Printed or typed)
P.O. BOX 420503
Address
SUMMERLAND KEY, FL 33042-0503
City, State & Zip
(305) 745-1841
Daytime Telephone number

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

W02-2646
DB 2/5



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 30, 2002

PATIENCE ACCOUNTING & TAX SERVICE INC.
POST OFFICE BOX 420503
SUMMERLAND KEY, FL 33042-0503

SUBJECT: SMILEY'S INC.
Ref. Number: W02000002646

We have received your document for SMILEY'S INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6972.

Doris Brown
Document Specialist
New Filings Section

Letter Number: 502A00005573

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

SMILEY'S OF KEY WEST INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I - NAME

The name of the Corporation shall be:

SMILEY'S OF KEY WEST INC

ARTICLE II - PRINCIPAL OFFICE

The principal place of business shall be:

717 DUVAL STREET
(Physical street address)

KEY WEST, FL 33040
(City, State, and Zip Code)

The mailing address of the Corporation shall be:

717 DUVAL STREET
(Street or P.O. Box)

KEY WEST, FL 33040
(City, State, and Zip Code)

ARTICLE III - CAPITAL STOCK

The authorized capital stock of the Corporation shall be 5,000 shares of common stock with a par value of \$1.00 per share. The Corporation plans to initially issue 500 shares, reserving the balance for subsequent issuance.

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ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The following person shall serve as registered agent for the Corporation at the address stated: I hereby am familiar with and accept the duties and responsibilities as Registered Agent.

Brami Avi

Signature

717 DUVAL STREET
(Street Address)

AVI BRAMI
Print or Type Name

KEY WEST, FL 33040
(City, State, and Zip)

ARTICLE V - INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

IN WITNESS WHEREOF, this is to certify that the undersigned incorporator, who shall also serve as initial director and registered agent, hereby makes, subscribes, acknowledges and files these Articles of Incorporation, in order to form a corporation under the laws of the State of Florida, and hereby accepts designation as registered agent.

INITIAL ADDRESS of
Corporation
and Incorporator

Brami Avi
(Signature)

717 DUVAL STREET
(Street Address)

AVI BRAMI
(Name)

KEY WEST, FL 33040
(City, State, & Zip)