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FLORIDA PROFIT CORPORATION OR P.A.~~**HAPPY FOOD INC.**~~**HAPPY FOOD INTERNATIONAL INC.**

Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 4, 2002

ACE

SUBJECT: HAPPY FOOD INC.
REF: W02000000361

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The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

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

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H02-1376

Articles of Incorporation

Article 1: Name of Corporation: **HAPPY FOOD INTERNATIONAL INC.**

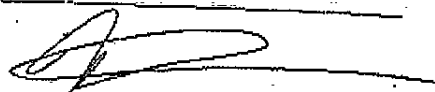
Address of Corporation: **757 ARTHUR GODFREY RD.
MIAMI BEACH, FLORIDA 33140**

Article 2: Capital Stock: The number of shares which the corporation has authorized to be outstanding at any one time is **10,000,000**, with a par value of **\$1.00**.

Article 3: REGISTERED AGENT: **NICK KONTONICOLAS**

REGISTERED OFFICE: **757 ARTHUR GODFREY RD.
MIAMI BEACH, FLORIDA 33140**

*I am familiar with and hereby accept the duties and responsibilities as Registered Agent for said corporation.



Signature of Registered Agent

Article 4: The Board of Directors are: (Board of Directors is NOT REQUIRED).
First listed is President, Second is Vice President, then Secretary/Treasurer.

1. **NICK KONTONICOLAS, 757 ARTHUR GODFREY RD., MIAMI BEACH, FLORIDA 33140**

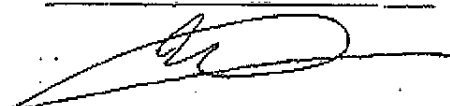
2.

3.

Article 5: The NAME and ADDRESS of the INCORPORATOR is:

**NICK KONTONICOLAS
757 ARTHUR GODFREY RD.
MIAMI BEACH, FLORIDA 33140**

In witness whereof, I have subscribed my name:



Signature of Incorporator

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