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Division of Corporations

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To:
Division of Corporations
Fax Number : (850)205-0381

From:
Account Name : FILLINGS, INC.
Account Number : 072720000101
Phone : (850)385-6735
Fax Number : (954)641-4192

FLORIDA PROFIT CORPORATION OR P.A.

Happy Real Estate Closings, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$70.00

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TALLAHASSEE, FLORIDA

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03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
HAPPY REAL ESTATE CLOSINGS, INC.

ARTICLE I--NAME

The name of this corporation is HAPPY REAL ESTATE CLOSINGS, INC.
The address of this corporation is 99 NW 183 ST., STE. 240, MIAMI, FL 33169 .

ARTICLE II--DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III--PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business under the laws of the State of Florida and the United States of America.

ARTICLE IV--CAPITAL STOCK

This corporation is authorized to issue 750 shares of One Dollar (\$1.00) par value common stock which shall be designated as "Common Shares."

ARTICLE V--PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

This election has the legal effect of granting the shareholders a preemptive right on uniform terms and conditions prescribed by the Board, to acquire proportional amounts of HAPPY REAL ESTATE CLOSINGS, INC. unissued shares after the Board decides to issue new shares. This provision is to protect shareholders from dilution of their proportionate interest, control and value of HAPPY REAL ESTATE CLOSINGS, INC. stock.

A shareholder may waive his preemptive right upon written notice to the Board and such waiver is irrevocable.

ARTICLE VI--INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 99 N.W. 183 ST., STE. 240, MIAMI, FL 33169, and the name of the initial registered agent of this corporation at that address is JACQUELYN LUMPKIN WOODEN, ESQ. .

PREPARED BY: JACQUELYN LUMPKIN WOODEN, ESQ., FLA BAR NO. 078123
99 N.W. 183 ST., STE. 240, MIAMI, FL 33169, (305) 770-1812

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ARTICLE VII—INITIAL BOARD OF DIRECTORS

This corporation shall have **ONE** director constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws, however, there shall never be less than one Director nor more than five. The name and address of the initial Board of Directors of the corporation is: JACQUELYN LUMPKIN WOODEN, President, Treasurer & Secretary, 99 NW 183 ST., STE. 240, MIAMI, FL 33169

ARTICLE VIII—INCORPORATORS

The name and address of the Incorporator signing these articles is: JACQUELYN LUMPKIN WOODEN, 99 NW 183 ST., STE. 240, MIAMI, FL 33169.

ARTICLE IX—AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator, JACQUELYN LUMPKIN WOODEN, has executed these Articles of Incorporation on this day of JANUARY 9 2003.

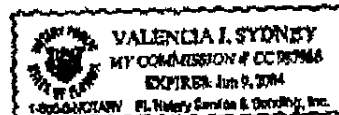

JACQUELYN LUMPKIN WOODEN

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared JACQUELYN LUMPKIN WOODEN, President of HAPPY REAL ESTATE CLOSINGS, INC., known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this _____ day of JANUARY 9, 2003.


NOTARY PUBLIC, State of Florida at Large
Printed Name: Valencia I. Sydney



PREPARED BY: JACQUELYN LUMPKIN WOODEN, ESQ., FLA BAR NO. 078123
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ACCEPTANCE OF AGENT UPON WHOM PROCESS MAY BE SERVED

I having been named to accept service of process for the named corporation, HAPPY REAL ESTATE CLOSINGS, INC., at the place designated in the Articles of Incorporation, to wit: 89 N.W. 183 St., Ste. 240, Miami, Florida 33169, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties. Duly accepted and therefore executed on this day

JANUARY 9, 2003

BY 
JACQUELYN LUMPKIN WOODEN, ESQ.
Registered Agent

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