

**Electronic Articles of Incorporation
For**

**P03000054715
FILED
May 16, 2003
Sec. Of State**

PHREAKIES SMOKE SHOP CLOTHING & MORE, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

PHREAKIES SMOKE SHOP CLOTHING & MORE, INC.

Article II

The principal place of business address:

5900 S. TAMIAMI TRAIL
SUITE #J
SARASOTA, FL. 34231

The mailing address of the corporation is:

5900 S. TAMIAMI TRAIL
SUITE #J
SARASOTA, FL. 34231

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

1000

Article V

The name and Florida street address of the registered agent is:

KELLY R SHAEFER
6571 WATERFORD CIRCLE
SARASOTA, FL. 34238

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: KELLY R SHAEFER

Article VI

The name and address of the incorporator is:

KELLY R SHAEFER
6571 WATERFORD CIRCLE
SARASOTA, FL 34238

Incorporator Signature: KELLY R SHAEFER

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: DPST
KELLY R SHAEFER
6571 WATERFORD CIRCLE
SARASOTA, FL. 34238