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From:

Account Name

: BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC.

Account Number: 075350000353

Phone

: (212) 431-5000

Fax Number : (212)431-1441

FLORIDA PROFIT CORPORATION OR P.A.

SUNRISE SMOKE SHOP INC.

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ARTICLES OF INCORPORATION

OF

SUNRISE SMOKE SHOP INC.

THE UNDERSIGNED sole incorporator, being a natural person competent to contract and desiring to form a corporation under Title XXXV, Chapter 607, of the Revised Florida Statutes, herewith submits the following information:

- 1. The name of the corporation is: SUNRISE SMOKE SHOP INC.
- 2. The duration of the corporation shall be perpetual.

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- 3. The general purpose or purposes for which this corporation is being formed are to include the transaction of any or all lawful business for which corporations may be incorporated under this chapter.
- 4. The aggregate number of shares which the corporation shall have authority to issue is 200 common shares with no par value.
- The principal address and mailing address of the corporation will be: 903 Sunrise Lane, Ft. Lauderdale, FL 33304
- 6. Its registered office in the State of Florida is to be located at: 903 Sunrise Lane, Ft. Lauderdale, FL 33304 Its registered agent at such address is: Sadek Journaa
- The name and address of each person who shall serve as Director (s) is as follows: 7. Sadek Journaa, 4905 SW 32nd Terraco, Dania, FL 33312
- 8. The name and address of the sole incorporator is: Jim Castro c/o BlumbergExcelsior Corporate Services, Inc., 62 White Street, NY 10013

IN WITNESS WHEREOF, the undersigned, as sole incorporator of this corporation has executed these Articles of Incorporation.

Dated: February 3, 2004

Blumberg Excelsior Corporate Services, Inc. 62 White Street New York, NY 10013

Jim Castro Incorporator BLUMBERGEXCELSIOR BLUMBERGEXCELSION Fax:888-692-9256

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Feb 17 2004 15:30 Feb 3 2004 11:02 P.03

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ACCEPTANCE OF APPOINTMENT

AN

REGISTERED AGENT

I, the undersigned, do hereby accept appointment as Registered agent of: SUNRISE SMOKE SHOP INC.

Dated: Pebruary 3, 2004

Sadek Jansson Registered Agent