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(Requestor's Name)

Michael Perez
10126 W. Flagler St.
Miami FL 33174

(Address)

(City/State/Zip/Phone #)

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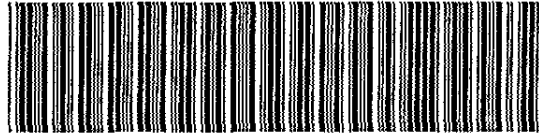
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02-18-04
T.B.

ARTICLES OF INCORPORATION OF

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

ARTICLE I NAME

The name of the corporation shall be:

HAPPY FACE LOCKSMITH, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business of this corporation shall be:

**560 NW 114 AVE. # 202
MIAMI FL 33172**

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1,000

ARTICLE IV INITIAL REGISTERED AGENT & STREET ADDRESS

Michael Perez
10126 W. Flagler St.
Miami FL 33174

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V. INCORPORATOR(S)

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

YAKELIN GONZALEZ
560 NW 114 AVE. # 202
MIAMI FL 33172

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this
9th Day of February, 2004.



Signature

ARTICLE VI OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and directors, if any, who shall
office the first year of the corporation's existence or until successor(s) is(are) elected,
is(are):

YAKELIN GONZALEZ
560 NW 114 AVE. # 202
MIAMI FL 33172

PRESIDENT

ARTURO JESUS MUGICA
560 NW 114 AVE. # 202
MIAMI FL 33172

VICE-PRESIDENT

CERTIFICATE DESIGNATING REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: **HAPPY FACE LOCKSMITH, INC.**

2. The name and street address of the registered agent and office is:

Michael Perez
10126 W. Flagler St.
Miami FL 33174

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED AS REGISETED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY.

I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

Michael Perez
(Registered Agent)

DATE

2/9/04