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EXPRESS CORPORATE FILING SERVICE INC. Requestor's Name 1000 PONCE DE LEON BLVD. SUITE:101 Address CORAL GABLES, FL 33134 (305) 444-4994 City/State/Zip Phone

OFFICE USE ONLY

Examiner's Initials

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

(Corporation Name)	(Document #)
(Corporation Name)	(Document #)
(Corporation Name)	(Document #)
(Corporation Name)	(Document #)
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_	
NEW FILINGS	AMENDMENTS.
Profit	Amendment
NonProfit	Resignation of R.A., Officer/ Director
Limited Liability	Change of Registered Agent
Domestication	Dissolution/Withdrawal
Other	Merger
OTHER FILNGS	REGISTRATION/
Annual Report	QUALIFICATION
Fictitious Name	Foreign

Limited Partnership

Reinstatement Trademark

Other

Name Reservation

ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

FILED

ARTICLE I NAME

The name of the corporation shall be:

HAPPY HILL CORP

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SICRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailing address is: **2161 NW 65TH STREET** MIAMI, FL 33147

ARTICLE III **PURPOSE**

The purpose for which the corporation is organized is:

TO DO BUSINESS OF RETAIL, WHOSALE, REAL STATE, AND ANY OTHER BUSINESS LEGALLY ADMITED UNDER THE LAWS OF THE UNITED STATES.

ARTICLE IV SHARES

The number of shares of stock is: 100

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

List name(s), address(es) and specific title(s):

AMARILIS MORENO (PD) 2161 NW 65TH STREET MIAMI, FL 33147

ARTICLE VI REGISTERED AGENT

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

AMARILIS MORENO 2161 NW 65TH STREET MIAMI, FL 33147

INCORPORATOR ARTICLE VII

The name and address of the Incorporator is:

AMARILIS MORENO 2161 NW 65TH STREET MIAMI, FL 33147

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

Signature/Registered Agent

01-05-05 Date 01-05-05

MARIA A. FARKAS MY COM: SSION # DD 001279 £ € 100 St Feb 12, 2005

Signature/Incorporator