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LAZARUS CORPORATE FILING SERVICE

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

1. SCHOOL BOX ETC (WK) INC.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

ARTICLES OF INCORPORATION OF
SCHOOL BOX ETC. (WK) INC.

ARTICLE I. CORPORATE NAME.

The name of this corporation is: School Box Etc. (WK) Inc.

ARTICLE II. NATURE OF BUSINESS AND POWERS.

The general nature of the business to be transacted by this Corporation is to engage in any lawful business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK.

The maximum number of shares of stock that this Corporation authorized to issue and have outstanding at any one time is 500 shares of common stock having a par value of \$1.00 per share.

Par Value shares may be issued only for a consideration having a value, in the judgment of the board of directors, at least equivalent to full par value of the stock to be issued. No par shares may be issued only for such consideration as is determined by the board of directors. All shares issued shall be fully paid and nonassessable.

ARTICLE IV. TERM OF EXISTENCE.

This corporation shall have perpetual existence commencing upon the filing of these articles.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Registered Agent: Neal Hamel, 8000 SW 112th Street, Miami, FL 33156

Initial Registered Office: Registered Agent: Neal Hamel, 8000 SW 112th Street, Miami, FL 33156.

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI. BOARD OF DIRECTORS.

This Corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

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ARTICLE VII. INITIAL DIRECTOR.

The name of the initial directors of this Corporation and their street addresses are:

Neal Hamel, 8000 SW 112th Street, Miami, FL 33156
Francine Hamel, 8000 SW 112th Street, Miami, FL 33156

The person(s) named as initial director(s) shall hold office for the first year of existence of this Corporation or until his successor is elected or appointed and has qualified, whichever occurs first.

ARTICLE VIII. INCORPORATOR.

The name and street address of the person signing these Articles of Incorporation is:

Neal Hamel, 8000 SW 112th Street, Miami, FL 33156

ARTICLE IX. AMENDMENT.

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on January 24, 2005.

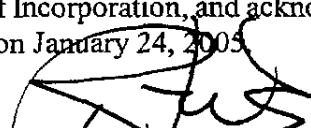


Incorporator

STATE OF FLORIDA :
COUNTY OF MIAMI-DADE :

BEFORE ME, a Notary Public, personally appeared Neal Hamel, (✓) to me known to be the person described as Incorporator or (XX) who produced a Florida Driver's License as positive identification, and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on January 24, 2005.

(SEAL)



Notary Public, State of Florida at Large
My commission expires:



Certificate Designating Place of Business or Domicile for the Service of Process Within the State, Naming Agent upon Whom Process May Be Served

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That School Box Etc. (WK) Inc., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at 8000 SW 112th Street, Miami, Fl 33156 , has named Neal Hamel, 8000 SW 112th Street, Miami, Fl 33156, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.


Registered Agent

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