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

1. JUST THINK, INC.

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

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Amendment

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Change of Registered Agent

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Dissolution/Withdrawal

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Merger

OTHER FILINGS

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Annual Report

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Fictitious Name

REGISTRATION/QUALIFICATION

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Reinstatement

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Trademark

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Examiner's Initials

ARTICLES OF INCORPORATION
OF

FILED

JUST THINK, INC.

2000 NOV -1 P 12: 57

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned subscriber of these Articles of Incorporation, a natural person competent to contract, hereby present these Articles for the formation of a corporation under the laws of the State of Florida.

ARTICLE I
NAME

The name of the corporation is ***JUST THINK, INC.***
The principle office address is: 6831 SW 147 Avenue, Unit 1B, Miami, FL 33193

ARTICLE II
DURATION

The corporation shall have a perpetual existence.

ARTICLE III
NATURE OF BUSINESS

The general nature of the business of this corporation is to transact or engage in any and all lawful business permitted under the laws of the State of Florida or the United States of America.

ARTICLE IV
CAPITAL STOCK

The maximum number of shares that this Corporation is authorized to have outstanding at any time is **THREE HUNDRED** (300) shares of common stock having a par value of **ONE DOLLAR** (\$1.00) per share.

ARTICLE V
REGISTERED OFFICE AND AGENT

The initial registered agent and office of this Corporation at such office shall be:

*SHIRLEY TIMOTHEE
6831 SW 147 AVENUE, UNIT 1B
MIAMI, FLORIDA 33193*

ARTICLE VI
BOARD OF DIRECTORS

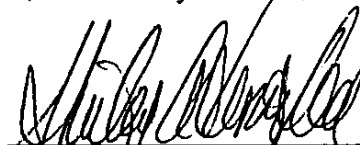
The initial Board of Directors shall consist of one member. The number of directors may be increased or decreased from time to time by vote of the shareholders, but in no case shall the number of directors be less than one nor more than two. The name and address of the directors constituting the initial Board of Directors are: **SHIRLEY TIMOTHEE, HARRY TIMOTHEE**, 6831 SW 147 Avenue, Unit 1B, Miami, FL 33193, and **JEAN TIMOTHEE**, 14147 NE 9th Avenue, Miami, FL 33161

ARTICLE VII
SUBSCRIBERS

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

SHIRLEY TIMOTHEE, 6831 SW 147 Avenue, Unit 1B, Miami, FL 33193

IN WITNESS WHEREOF, the undersign has made and subscribed to these Articles of Incorporation at Miami-Dade County, State of Florida, this 1st day of ~~Nov~~ 2006.

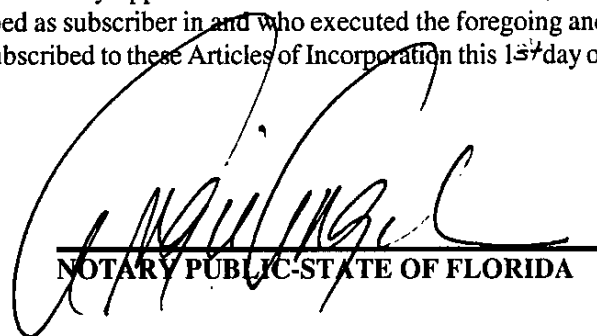


SHIRLEY TIMOTHEE, Subscriber

STATE OF FLORIDA}
COUNTY OF MIAMI-DADE}

BEFORE ME, the undersigned authority, personally appeared **SHIRLEY TIMOTHEE**, who produced a Driver's License as identification, described as subscriber in and who executed the foregoing and she acknowledged before me that she executed and subscribed to these Articles of Incorporation this 1st day of ~~Nov~~ 2006.

My Commission expires:



NOTARY PUBLIC-STATE OF FLORIDA

PREPARED BY:
ANGIE ANGELIS, P.A
Attorney At Law
6401 SW 87th Avenue, Suite 114
Miami, Florida 33173
FBN: 812927
305/598-2540



Angie Angelis
My Commission DD220667
Expires July 20, 2007


**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED AGENT
WITHIN THIS STATE UPON WHOM PROCESS MAY BE SERVED**

JUST THINK, INC.

a Corporation organized under the laws of the State of Florida, hereby designates the following as its Registered Office in the State of Florida: *6831 SW 147 Avenue, Unit 1B, Miami, FL 33193* and further designates: **SHIRLEY TIMOTHEE**, as its Registered Agent at such address.

ACCEPTANCE OF REGISTERED AGENT

SHIRLEY TIMOTHEE, having been designated Registered Agent of the above named Corporation, hereby agrees to serve in such capacity and to accept service of process for such Corporation.


SHIRLEY TIMOTHEE -Registered Agent

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2008 NOV - 1 12:57
SECRETARY OF STATE
TALLAHASSEE FLORIDA

PREPARED BY:
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