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Account Number: 072450003255
Phone: (305)634-3694
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FLORIDA PROFIT/NON PROFIT CORPORATION

smilin jacks, inc.

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May 1, 2007

PLORIDA DEPARTMENT OF STATE

Division of Corporations

EMPIRE CORPORATE KIT COMPANY

SUBJECT: SMILIN JACKS, INC.

REF: W07000020896

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H07000118027



ARTICLES OF INCORPORATION

OI

SMILIN JACKS, INC.

The undersigned subscriber to the Articles of Incorporation, natural person, competent to contract, desiring to form a corporation under the laws of the State of Florida, hereby makes, subscribes and acknowledges this certificate for that purpose, as follows:

ARTICLE

The name of the corporation is:

SMILIN JACKS, INC.

ARTICLE II

The purpose for which the corporation is formed is to engage in the conduct of any lawful

business activity.

ARTICLE III

This corporation is to have perpetual existence.

ARTICLEIV

The maximum number of shares of stock that this Corporation is authorized to have outstanding at one time are One Hundred (100) shares at no par value.

This instrument prepared by:

John Militana, Ecquire Militana, Militana & Militana, P. A. 8801 Biscayne Boulevard, Suite 101 Miarai, Florida 33138 Telephone (305) 758-6691 Florida Bar No. 148267

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ARTICLE V

The street address of the initial registered and principal office of this Corporation is:

18275 AIA Jupi**ter,** FL 33478

ARTICLE VI

The name of the initial Registered Agent of this Corporation is:

FRANK SCOTT HENLEY

ARTICLE VII

The Corporation shall have ONE (1) director initially. The number of directors may be increased from time to time by the By-Laws but shall never be less than one.

ARTICLE VIII

The name and address of the initial director of this Corporation is:

FRANK SCOTT HENLEY

: 18275 ATA

Juniter, FL 33478

ARTICLE IX

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

FRANK SCOTT HENLEY

18275 AIA

Jupiter, FL 33478

ARTICLE X -

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any Amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

2

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 27th day of April, 2007.

FRANK SCOTT HENLEY

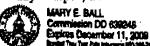
STATE OF FLORIDA

9.5

COUNTY OF PALM BEACH

BEFORE MB, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared FRANK SCOTT HENLEY, to me known to be the person who has executed the foregoing Articles of Incorporation and he has acknowledged before me that he has executed these Articles.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the State and County aforesaid this 27th day of April, 2007.



Notary Public - State of Florida at Large

3

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with this Act:

FIRST: SMILIN JACKS, INC., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation:

> 18275 ALA Jupiter, PL 33478

SECOND: The name of the initial Registered Agent of this Corporation is:

FRANK SCOTT HENLEY

as it agent to accept service of process within the state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated Corporation, at place designated in this certificate. I hereby accept to act in this capacity and agree to comply with the provisions of this Act relative to keeping this office.