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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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PICK-UP

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WAIT

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MAIL

(Business Entity Name)

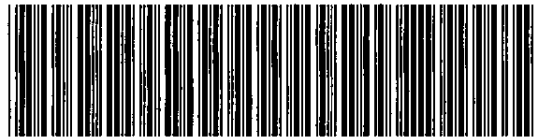
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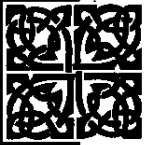
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

D. WHITE SEP 17 2007



Laura Rainey, P.A.
Certified Public Accountant

110 North Orlando Avenue, Suite 8-2
Maitland, Florida 32751
407-647-2263
Fax 407-647-2279
Mobile 407-579-4355
Email lauraineycpa@cfl.rr.com

September 14, 2007

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: Smooth S-Corp

Dear Sir or Madam:

Enclosed are an original and one (1) copy of the Articles of Incorporation of Smooth S-Corp, together with a check in the amount of \$87.50 for the filing fee, a certified copy and a Certificate of Status.

Please file these Articles as soon as possible and return the certified copy to:

Laura Rainey
110 North Orlando Avenue, Suite 8-2
Maitland, Florida 32751

Thank you for your attention to this matter.

Sincerely,

Laura Rainey

lr
Enclosures

ARTICLES OF INCORPORATION

OF

SMOOTH S-CORP

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with Chapter 607 and/or Chapter 621, Florida Statutes, these are the Articles of Incorporation for a profit corporation.

ARTICLE I – NAME

The name of the corporation shall be SMOOTH S-CORP.

ARTICLE II – PRINCIPAL OFFICE

The principal place of business and the mailing address is:

922 North Pennsylvania Avenue
Winter Park, Florida 32789

ARTICLE III – PURPOSE

The purpose for which the corporation is organized is for the operation of a retail beverage and snack store.

ARTICLE IV – SHARES

The number of authorized shares of stock is TEN THOUSAND SHARES (10,000) at ONE DOLLAR (\$1.00) par value per share.

ARTICLE V – INITIAL OFFICERS AND DIRECTORS

The name, address and title of the initial officer and director is:

CHRISTOPHER B. HEIDRICH
President and Director
922 North Pennsylvania Avenue
Winter Park, Florida 32789

ARTICLE VI – REGISTERED AGENT

The name and street address of the Registered Agent in Florida is:

CHRISTOPHER B. HEIDRICH
922 North Pennsylvania Avenue
Winter Park, Florida 32789

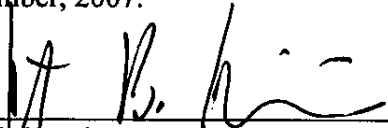
ARTICLE VII – INCORPORATOR

The name and address of the Incorporator is:

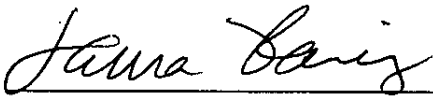
LAURA RAINEY
110 North Orlando Avenue, Suite 8-2
Maitland, Florida 32751

Having been named as registered agent to accept service of process for SMOOTH S-CORP 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.

DATED this 14 day of September, 2007.



Christopher B. Heidrich, as Registered Agent



Laura Rainey, as Incorporator

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TALLAHASSEE, FLORIDA