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Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850) 205-0381

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
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Fax Number : (305) 633-9696

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT/NON PROFIT CORPORATION

the smoothie cup, inc.

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ARTICLES OF INCORPORATION

OF

THE SMOOTHIE CUP, INC.

The undersigned incorporator(s), for the purpose of forming a Profit Corporation under Chapter 607 of the Florida Statutes, hereby adopt(s) the following Articles of Incorporation.

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SECRETARY OF STATE
TALLAHASSEE, FL 32399

ARTICLE I

The name of this corporation shall be: THE SMOOTHIE CUP, INC.

ARTICLE II

This corporation shall commence existence upon the date of filing with the Division of Corporations, State of Florida, and shall have perpetual existence.

ARTICLE III

The principal place of business of this corporation: 9181 S.W. 154TH AVENUE, MIAMI, FL 33196.

ARTICLE IV

The general nature of business of this corporation is to transact any and all lawful business.

ARTICLE V

The aggregate number of shares which this corporation shall have authority to issue is 100 shares of common stock, having an individual par value of \$ 1.00.

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

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ARTICLE VI

The name and street address of the initial Registered Agent of this corporation shall be: MARIA MARTINEZ, 9181 S.W. 154TH AVENUE, MIAMI, FL 33196.

ARTICLE VII

The name and address of the officers and board of directors shall be:

PRESIDENT

MARIA MARTINEZ

9181 S.W. 154TH AVENUE
MIAMI, FL 33196

VICE PRESIDENT

DOUGLAS YUDICE

1014 SALZEDO STREET
#212
CORAL GABLES, FL 33134

DIRECTOR

JENNIFER YUDICE

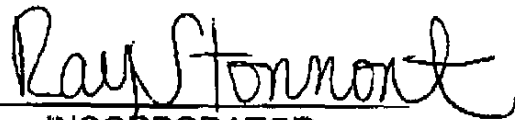
1014 SALZEDO STREET
#212
CORAL GABLES, FL 33134

ARTICLE VIII

The name and address of the incorporator(s) to these Articles of Incorporation shall be:

EMPIRE CORPORATE KIT AMERICA, INC.
2444 NW 7TH PLACE
MIAMI, FLORIDA 33127

The undersigned has executed these Articles of Incorporation this 21ST day of SEPTEMBER, 2007.



INCORPORATOR

Ray Stormont Signing for
Empire Corporate Kit of America, Inc.

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

THE SMOOTHIE CUP, INC.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


REGISTERED AGENT

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