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FLORIDA PROFIT/NON PROFIT CORPORATION

buddy enterprises, inc.

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August 19, 2008

FLORIDA DEPARTMENT OF STATE
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SUBJECT: BUDDY ENTERPRISES, INC.
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ARTICLES OF INCORPORATION
OF
BUDDY LIFESTYLES, INC.

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THE UNDERSIGNED SUBSCRIBER to these Articles of Incorporation hereby forms a corporation under the laws of the State of Florida.

ARTICLE I.

The name of the corporation shall be: Buddy Lifestyles, Inc.

ARTICLE II

The corporation shall exist perpetually, commencing upon the filing of the Articles of Incorporation by and with the Department of State.

ARTICLE III

The corporation shall engage in any business or purpose lawful under the laws of Florida.

ARTICLE IV

The corporation is authorized to issue 100 shares of stock at \$5.00 par value, which shall be designated as common stock.

ARTICLE V

The street address of the initial principal office of the corporation is 1000 South Pointe Drive, Apartment 2302, Miami Beach, Florida 33139.

This document was prepared by:
Samuel Spencer Blum, Esquire
Suite 106
2666 Tigertail Avenue
Coconut Grove, Florida 33133
(305) 854-3314
Florida Bar No. 273430

H08000195945

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Samuel Spencer Blum

ATTORNEY AT LAW

2666 TIGERTAIL AVENUE, SUITE 1041 COCONUT GROVE, FLORIDA 33133 TELEPHONE: (305) 854-1888 TELEFAX: (305) 854-3314
E-MAIL: sam@samblum.com

ARTICLE VI

The name and address of the corporation's Registered Agent is **Samuel Spencer Blum, Suite 106, 2666 Tigertail Avenue, Coconut Grove, Florida 33133.**

ARTICLE VII

The corporation shall have one (1) director initially. The number of directors may either be increased or decreased from time to time by amendment to the By-Laws, but shall never be less than the number shown in this Article. The name and address of the initial directors and officers of this corporation are:

Ernest G. Sauer, 1000 South Pointe Drive, Apartment 2302, Miami Beach, Florida 33139.

ARTICLE VIII

The power to adopt, alter, amend, or repeal the By-Laws shall be vested in the Board of Directors and shareholders.

ARTICLE IX

The name and address of the incorporator of this corporation is: **Ernest G. Sauer, 1000 South Pointe Drive, Apartment 2302, Miami Beach, Florida 33139.**

ARTICLE X

The corporation shall indemnify the officers or directors or any former officer or director to the full extent permitted by law.

This document was prepared by:
Samuel Spencer Blum, Esquire
Suite 106
2666 Tigertail Avenue
Coconut Grove, Florida 33133
(305) 854-3314
Florida Bar No. 273430

Samuel Spencer Blum
Page 2 -

ATTORNEY AT LAW

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E-MAIL: sam@samblum.com

ARTICLE XI

At each election for directors, every shareholder entitled to vote shall have the right to cumulate his votes by giving one candidate as many votes as the number of shares, or by distributing such votes on the same principle among any number of such candidates.

ARTICLE XII

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

ARTICLE XIII.

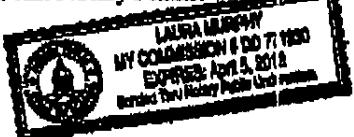
The members of the Board of Directors may participate in meetings of the Board of Directors by means of conference telephones as provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 15 day of Aug. 2008.

Ernest G. Sauer, Incorporator

STATE OF FLORIDA)
: ss.
COUNTY OF MIAMI-DADE)

~~Notary Public, State of Florida at Large~~



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Samuel Spencer Blum

ATTORNEY AT LAW

EMAIL: sam@samblum.com

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OF
DOMICILE FOR THE SERVICE OF PROCESS WITHIN
FLORIDA, NAMING AGENT UPON WHICH PROCESS MAY BE SERVED

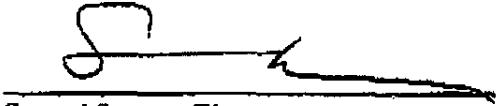
In compliance with Section 48.091, Florida Statutes, the following is submitted:

First, that Buddy Lifestyles Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in Miami-Dade County, State of Florida, has named Samuel Spencer Blum, located at Suite 106, 2666 Tigertail Avenue, Coconut Grove, Florida 33133, as its agent to accept service of process within Florida.



Ernest G. Sauer, Incorporator

Having been named to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



Samuel Spencer Blum

SSB/mem
August 14, 2008
2666 Tigertail Avenue, Suite 106, Coconut Grove, Florida 33133

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Samuel Spencer Blum H08000195945

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