

**Electronic Articles of Incorporation
For**

P09000061637
FILED
July 20, 2009
Sec. Of State
rdunlap

SMILEY PROJECTS, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:
SMILEY PROJECTS, INC.

Article II

The principal place of business address:
4905 34TH STREET SOUTH
STE. #5900
ST. PETERSBURG, FL. 33711

The mailing address of the corporation is:
4905 34TH STREET SOUTH
STE. #5900
ST. PETERSBURG, FL. 33711

Article III

The purpose for which this corporation is organized is:
THE CREATION AND MANAGEMENT OF A COLLAGE OF NON-PROFIT AND
PROFIT-MAKING PROJECTS.

Article IV

The number of shares the corporation is authorized to issue is:
100

Article V

The name and Florida street address of the registered agent is:
KEYLA ALBA
3201 1ST AVE W
BRADENTON, FL. 34205

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: KEYLA ALBA

Article VI

The name and address of the incorporator is:

WILLIAM M. SMILEY, JR.
6287 BAHIA DEL MAR CIRCLE
#1201
ST. PETERSBURG, FL 33715

Incorporator Signature: WILLIAM M. SMILEY, JR.

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P,D
WILLIAM M SMILEY JR.
4905 34TH STREET SOUTH, STE. #5900
ST. PETERSBURG, FL. 33711

Article VIII

The effective date for this corporation shall be:

07/20/2009