

**Electronic Articles of Incorporation
For**

P09000079835
FILED
September 24, 2009
Sec. Of State
nhaney

HAPPY FEET USA, 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:

HAPPY FEET USA, INC.

Article II

The principal place of business address:

1101 NORTH KELLER ROAD
STE. D
ORLANDO, FL. US 32810

The mailing address of the corporation is:

242 CHASE AVENUE
WINTER PARK, FL. US 32789

Article III

The purpose for which this corporation is organized is:

THE MANUFACTURING AND DISTRIBUTION OF HAPPY FEET
THERAPEUTIC MASSAGING INSOLES

Article IV

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

7500.00

Article V

The name and Florida street address of the registered agent is:

BRYAN M THOMAS
242 CHASE AVENUE
WINTER PARK, FL. 32789

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

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Registered Agent Signature: BRYAN M. THOMAS

Article VI

The name and address of the incorporator is:

BRYAN M. THOMAS
242 CHASE AVENUE

WINTER PARK, FL 32789

Incorporator Signature: BRYAN M. THOMAS

Article VII

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

Title: P
BRYAN M THOMAS
242 CHASE AVENUE
WINTER PARK, FL. 32789 US

Article VIII

The effective date for this corporation shall be:

09/24/2009