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FLORIDA PROFIT/NON PROFIT CORPORATION  
HAPPY RICE, INC.

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ARTICLES OF INCORPORATION  
OF

HAPPY RICE, INC.

I, the undersigned, hereby associate myself for the purpose of becoming a corporation under the provision of the General Business Corporation Act of the State of Florida.

ARTICLE I

The name of the corporation shall be: HAPPY RICE, INC., a Florida corporation.

ARTICLE II

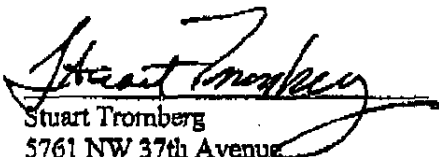
This corporation shall have perpetual existence unless dissolved voluntarily or involuntarily.

ARTICLE III

The general purpose for which this corporation is organized shall be to purchase and sell food and other durable goods as well as all other related lawful business permitted under the General Business Corporation Act and the laws of the State of Florida.

ARTICLE IV

The initial capital of this corporation shall be One Thousand Dollars (\$1,000.00).

  
Stuart Tromberg  
5761 NW 37th Avenue  
Miami, FL 33142

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**H10000099164****ARTICLE V**

The maximum number of shares of capital stock that this corporation is authorized to issue is 1,000 shares of common stock, having a par value of one dollar (\$1.00) per share. This class of shares shall have full voting rights.

The corporation shall have the power to amend these Articles at any time to provide for the issuance of additional classes of stock and to declare provisions for preferences, limitations, and relative rights in respect to the shares of each class.

**ARTICLE VI**

The street address of the principal office of the corporation shall be: 5761 NW 37th Avenue Miami, FL 33142.

**ARTICLE VII**

The number of directors constituting the initial board of directors of the corporation shall be one but no more than five, and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until successors are elected and shall qualify are:

Stuart Tromberg  
5761 NW 37th Avenue  
Miami, FL 33142

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ARTICLE VIII

The name and address of the first officers of this corporation are as follows:

Stuart Tromberg, President/Secretary.

ARTICLE IX

The shareholders of the corporation shall possess preemptive rights to acquire shares of stock issued by the corporation.

ARTICLE X

The names and address of the initial incorporator is as follows:

Stuart Tromberg  
5761 NW 37th Avenue  
Miami, FL 33142

ARTICLE XI

The designated registered agent for this corporation is Stuart Tromberg, whose address is as follows:

5761 NW 37th Avenue  
Miami, FL 33142

ARTICLE XII

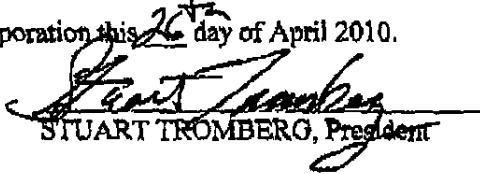
The Corporation shall adopt by-laws and regulations creating, defining, limiting and regulating the powers of the Corporation, the directors and stockholders, or any class of stockholders including but not limited to any provision for cumulative voting for directors, and any

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provisions which are required or permitted under the General Business Corporation Act of the State of Florida.


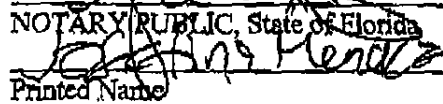
IN WITNESS WHEREOF, the undersigned executes these Articles of Incorporation for HAPPY RICE, INC., a Florida corporation this 26<sup>th</sup> day of April 2010.

  
STUART TROMBERG, President

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

BEFORE ME, the undersigned authority, this 26<sup>th</sup> day of April 2010, personally appeared Stuart Tromberg, President of HAPPY RICE, INC., a Florida corporation, who is personally known to me, and after being duly sworn on oath, deposed and said he has fully read and understood the foregoing Articles of Incorporation for HAPPY RICE, INC., a Florida corporation and has executed same knowingly and voluntarily for the purposes expressed therein.

WORN TO AND SUBSCRIBED before me this 26<sup>th</sup> day of April 2010.

  
NOTARY PUBLIC, State of Florida  
  
Printed Name

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CERTIFICATE OF DESIGNATION

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS SHALL BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED: HAPPY RICE, INC., A FLORIDA CORPORATION DESIRING TO ORGANIZE AND QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS CORPORATE ADDRESS AT: 5761 NW 37TH AVENUE, MIAMI, FL 33142, AND WITH ITS REGISTERED AGENT FOR SERVICE OF PROCESS WITHIN FLORIDA BEING STUART TROMBERG, 5761 NW 37<sup>th</sup> AVENUE, MIAMI, FL 33142. HAVING BEEN MADE 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 DUTIES.

  
REGISTERED AGENT  
STUART TROMBERG

4/26/10  
DATE

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