

**Electronic Articles of Incorporation
For**

P11000029486
FILED
March 24, 2011
Sec. Of State
cgolden

POP D'LITES 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:

POP D'LITES INC.

Article II

The principal place of business address:

17890 WEST DIXIE HWY
SUITE 515
NORTH MIAMI BEACH, FL. 33160

The mailing address of the corporation is:

17890 WEST DIXIE HWY
SUITE 515
NORTH MIAMI BEACH, FL. 33160

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

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:

GEORGE CARUCCI
17890 WEST DIXIE HWY
SUITE 515
NORTH MIAMI BEACH, FL. 33160

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

Registered Agent Signature: GEORGE CARUCCI

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Article VI

The name and address of the incorporator is:

GEORGE CARUCCI
17890 WEST DIXIE HWY
SUITE 515
NORTH MIAMI BEACH, FL 33160

Electronic Signature of Incorporator: GEORGE CARUCCI

I am the incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

Article VII

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

Title: P
GEORGE CARUCCI
17890 WEST DIXIE HWY SUITE 515
NORTH MIAMI BEACH, FL. 33160

Title: D
MARTHA RUIZ
17890 WEST DIXIE HWY SUITE 515
NORTH MIAMI BEACH, FL. 33160