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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2 Burch OCT 4 2011

TRANSMITTAL LETTER

Florida Department of State
Division of Corporations
P O BOX 6327
Tallahassee, FL 32314

SUBJECT: S M T BEES, INC.

Dear Sir or Madam:

Please find enclosed for filing one original and one copy of the NEW Articles of Incorporation.

Also enclosed is a check in the amount \$ 122.50 payable to: Florida Department of State for the TRANSFER FEE, filing fee, certified copy and certificate of status.

Please return to: S M T BEES, INC.
C/O STUART THOMAS- Registered Agent & Incorporator
PO BOX 16
ALTOONA, FL 32702

NOTE: The original and one copy of the NEW articles are enclosed.

Affidavit to Release Corporation name for New Articles of Incorporation

STATE OF FLORIDA

COUNTY OF LAKE

1. Introduction. Stuart Thomas, being duly sworn, deposes and says:

2. Description of Deponent. I am the President/Director/Incorporator of S M T Bees, Inc., a corporation organized and existing under the laws of Florida and qualified to do business under the laws of Florida, with its principal offices at: 17650 294th Ct Rd Umatilla, FL 32784. I make this affidavit solely as an agent of the above referenced corporation and in no other capacity.

3. Revoking Privilege and Release of Name. I do now hereby revoke any former use of corporate name and do now transfer the corporate name: S M T Bees, Inc. to be filed and used with the new articles of incorporation now dated September 30, 2011 having full right, power, and authority to transfer such name.

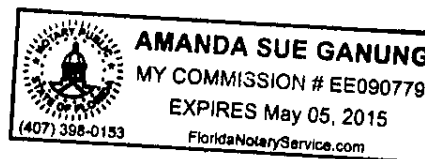
4. Inducement. This affidavit is made for the specific purpose of transferring the corporate name as stated from any/all previous articles of incorporation dated prior to the new articles now dated September 30, 2011.

Stuart M. Thomas

Signature — Stuart Thomas

Be it known that on the 30th day of September, 2011 before me appeared Stuart Thomas who is personally known to me.

Amanda Sue Ganung
Notary - State of Florida



ARTICLES OF INCORPORATION

In Compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME

The name of the Corporation shall be: S M T BEES, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business of this corporation is: 17650 294TH CT RD UMATILLA, FL 32784

The mailing address for all legal correspondence is: PO BOX 16 ALTOONA, FL 32702

ARTICLE III PURPOSE

This corporation was established as a professional profit corporation.

ARTICLE IV SHARES

The aggregate number of shares which the Corporation has authority to issue 1,000 shares of common stock with no par value.

ARTICLE V OFFICERS/DIRECTORS

STUART THOMAS

PRESIDENT

17650 294TH CT RD

UMATILLA, FL 32784

ARTICLE VI REGISTERED AGENT

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

STUART THOMAS LOCATED AT: 17650 294TH CT RD UMATILLA, FL 32784

ARTICLE VII INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is:

STUART THOMAS located at: 17650 294TH CT RD UMATILLA, FL 32784

Having been named as registered agent to accept service for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Stuart M. Thomas

(SIGNATURE) STUART THOMAS- Registered Agent

9-30-11

Date

Stuart M. Thomas

(SIGNATURE) STUART THOMAS - Incorporator

9-30-11

Date

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED