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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

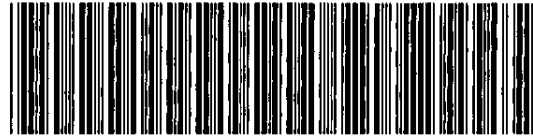
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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12 OCT 25 PM 1:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SALPETER GITKIN, LLP

Attorneys at Law

October 24, 2012

Via Federal Express

Tracking #7939 2190 1813

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

FILED
12 OCT 25 PM 1:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: Stud Manning, Inc. – Articles of Incorporation & Articles of Merger

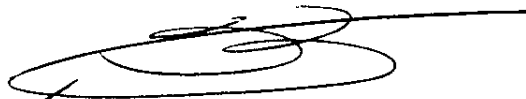
To Whom It May Concern:

Enclosed please find the following documents for processing and recording:

1. Originally Executed Articles of Incorporation for Stud Manning, Inc.
2. Originally Executed Articles of Merger with Agreement and Plan of Merger.
3. Check #3600 in the amount of \$140.00 representing the fees for the Articles of Incorporation and Articles of Merger.

To the extent you should have any questions or comments, please do not hesitate to contact me.

Very truly yours,


Eric T. Salpeter
For the Firm

ETS/sd
Enclosures

ARTICLES OF INCORPORATION
In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME STUD MANNING, INC.
The name of the corporation shall be:

ARTICLE II PRINCIPAL OFFICE
Principal street address: 17201 Collins Avenue
Suite 2507
Sunny Isles Beach, FL 33160
Mailing address, if different is: _____

ARTICLE III PURPOSE
The purpose for which the corporation is organized is:
Any and all lawful business

ARTICLE IV SHARES
The number of shares of stock is: 1000 Shares, No Par Value Per Share

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS
Name and Title: William Saba, President & Director Name and Title: _____
Address: 17201 Collins Avenue Address: _____
Suite 2507
Sunny Isles Beach, FL 33160
Name and Title: _____ Name and Title: _____
Address: _____ Address: _____
Name and Title: _____ Name and Title: _____
Address: _____ Address: _____

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ARTICLE VI REGISTERED AGENT
The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:
Name: Sergio Ripamonti
Address: 17201 Collins Avenue Suite 2507
Sunny Isles Beach, FL 33160

ARTICLE VII INCORPORATOR
The name and address of the Incorporator is:
Name: William Saba, President & Director
Address: 17201 Collins Avenue Suite 2507
Sunny Isles Beach, FL 33160

Having been named as registered agent to accept service of process 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

Required Signature/Registered Agent
October 24, 2012
Date

I submit this document and affirm that the facts stated herein are true. I am aware that the 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.

W Saba
Required Signature/Incorporator
October 24, 2012
Date