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Division of Corporations

Fax Number

: (850)617-6381

From:

Account Name : CLARA GIRALDO, P.A.

Account Number : I19990000017 Phone : (305)485-9300

Fex Number: : (305) 485-1098

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FLORIDA PROFIT/NON PROFIT CORPORATION

SMOKES UP MIAMI, INC.

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CLARA GIRALDO P.A

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ARTICLES OF INCORPORATION

OF

SMOKES UP MIAMI, INC.

THE UNDERSIGNED, has executed the following document as incorporator of the above name corporation, a corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporate, and those of the corporation, are to be determined in accordance with the law of the State of Florida.

ARTICLE I

The name of this corporation shall be:

SMOKES UP MIAMI, INC.

ARTICLE II

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III

The general nature of the business and objects and purposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz:

- (1) Transact any and all lawful business.
- (2) Said corporation shall further have powers: To have perpetual succession by its corporate

name:

SMOKES UP MIAMI, INC.

CLARA GIRALDO P.A, 4080 SW 84 AVE SUITE C MIAMI, FL 33155 (305) 485-9300 H130002730743.

ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue is the total sum of 50 shares, having an individual par value of \$10.00

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

ARTICLE V

The street address of the initial registered office and the name of the initial Resident Agent of this corporation shall be:

DANIEL MANZANO 4371 SW 158TH AVE MIAMI, FL. 33185

The principal office shall be:

4371 SW 158TH AVE MIAMI, FL. 33185

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ARTICLE VI

The initial Board of Directors shall consist of a total of **ONE(01)** person, and the name and address of the person who is to serve as initial directors is:

DANIEL MANZANO 4371 SW 158TH AVE MIAMI, FL. 33185 PRESIDENT

The name and address of the incorporator executing these Articles of

DANIEL MANZANO 4371 SW 168TH AVE MIAMI, FL. 33185

Incorporation is

IN WITNESS WHEREOF, the undersigned incorporator has (ve) executed these Articles of Incorporation this 11 day of DECEMBER, 2013.

DANIEL MANZANO

ARTICLE VII

THIS CORPORATION WILL START OPERATING ON JANUARY 1ST, 2014.

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CERTIFICATE OF DESIGNATION REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provision of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida.

The Name of the corporation is:

SMOKES UP MIAMI, INC.

The Name and Address of the registered agent and office is:

DANIEL MANZANO 4371 SW 158TH AVE MIAMI, FL. 33185

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THIS APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES. AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

Dated: DECEMBER 11, 2013.