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Division of Corporations

001

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Smoke Holdings, Inc.

Articles of Amendment

Pursuant to the provisions of Section 607.1006 of the Florida Statutes, Smoke Holdings, Inc., a Florida corporation, does hereby amend its Articles of Incorporation.

1. The name of the corporation whose Articles of Incorporation are being amended by these Articles of Amendment is Smoke Holdings, Inc., a Florida corporation.

2. Article I of the Articles of Incorporation of Smoke Holdings, Inc., a Florida corporation, is deleted in its entirety, and the following Article I is inserted in its place:

ARTICLE I
Corporate Name

The name of this corporation is: Zappy, Inc.

3. The amendment to the Articles of Incorporation of Smoke Holdings, Inc., a Florida corporation, set forth in paragraph 2 above was duly adopted by the unanimous written consents of both the directors and the shareholders of the corporation executed on February 14, 2014.

4. The only voting group entitled to vote on the amendment to the Articles of Incorporation of Smoke Holdings, Inc., a Florida corporation, set forth in paragraph 2 above was the holders of shares of Common Stock of the corporation. The number of votes cast in favor of such amendment by the members of such voting group was sufficient for approval by that voting group.

IN WITNESS WHEREOF, the corporation, by and through its undersigned officer thereunto duly authorized, has executed these Articles of Amendment on February 14, 2014.

Smoke Holdings, Inc.

By



Michael E. Lewis, Chief Executive Officer