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March 9, 1995

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
409 EAST GAINES STREET
TALLAHASSEE, FLORIDA 32301

4101010114122850001
03/14/95 110114-0001
****122.50 ****122.50

RE: File Article of Incorporation for
SERVICE WITH A SMILE INC.

Enclosed is the original Articles of Incorporation with a signed copy along with my client's check for \$122.50 payable to the State Department. Please file the original and send me one certified copy using the said signed copy.

This letter and documents are being delivered to you by STEPHEN D. WALSH, Esquire, who is my agent and representative in this matter and is fully authorized to take any action in this matter.

Sincerely,


FRANK C. DECKER

FCD:s
Encls.

NANCY HENDRICKS MAR 14 1995

FILED
95 MAR 11 1967
12:00

ARTICLES OF INCORPORATION
OF
SERVICE WITH A SMILE INC.

The undersigned, LOUISE D. SIRDOREUS, hereby adopt the following Articles of Incorporation for the purpose of forming a corporation for profit under the laws of the State of Florida.

ARTICLE I.
N A M E

The name of this corporation is SERVICE WITH A SMILE INC.

ARTICLE II.
D U R A T I O N

This corporation shall exist perpetually, commencing on the date of the filing of these Articles of Incorporation with the Department of State of the State of Florida.

ARTICLE III.
NATURE OF BUSINESS

This corporation is organized for the purpose of transacting and engaging in any or all business permitted under the laws of the United States, the State of Florida and all other states, territories and jurisdictions of the United States.

ARTICLE IV.
CAPITAL STOCK

The maximum number of shares of capital stock which this corporation is authorized to have outstanding at any one time is one hundred shares of common stock having a par value of one dollar per share.

ARTICLE V.
INITIAL PRINCIPAL OFFICE AND
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office and initial registered office of this corporation is:

LOUISE D. SIRDOREUS
7628 Collins Ridge Blvd.
Jacksonville, Florida 32244

and the name of the initial Registered Agent of the corporation
at that address is: LOUISE D. SIRDOREUS.

ARTICLE VI.
DIRECTORS

This corporation shall initially have one director. The number of directors may be increased or decreased from time to time by the bylaws, but shall never be fewer than one director, however the number of Directors (provided they are one or more) elected at any election shall always be deemed the lawful number of Directors which this corporation is permitted or required to have. The name and address of the first Director of this corporation is:

LOUISE D. SIRDOREUS
7628 Collins Ridge Blvd.
Jacksonville, Florida 32244

A Board of Directors having only one Director may hake any action which a Board of Directors could take which has more than one Director.

ARTICLE VII
INCORPORATORS

The name and street address of the Incorporator of this corporation is:

LOUISE D. SIRDOREUS
7628 Collins Ridge Blvd.
Jacksonville, Florida 32244

ARTICLE VIII
FIRST OFFICERS

The initial officers of this corporation are:
LOUISE D. SIRDOREUS, President, and GARY R. SIRDOREUS, Vice President, Secretary and Treasurer, who shall serve as said officers until their respective successors are duly elected and qualified.

ARTICLE IX
BYLAWS

The initial bylaws of this corporation shall be adopted by the Directors. Bylaws may be adopted, amended or repealed in the manner provided by the bylaws or the applicable laws of Florida, by either the shareholders or the directors.

ARTICLE X.
RESTRICTIONS ON TRANSFER OF SHARES

The shareholders may, by bylaw provisions or by shareholder agreement recorded in the corporate minute book of as otherwise permitted by law, impose such restrictions on the sale, transfer or encumbrance of the stock and shares of this corporation as they wish.

ARTICLE XI.
DIRECTORS COMPENSATION

The Board of Directors is authorized to make provisions for reasonable compensation of its members for their services as Directors, and to fix the basis and conditions upon which such compensation shall be paid. Any Director of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

ARTICLE XII.
INDEMNIFICATION

The Board of Directors is hereby specifically authorized to make provisions for the indemnification of directors, officers, employees and agents of the corporation to the full extent permitted by law.

ARTICLE XIII
SHARES WITHOUT CERTIFICATES

The Board of Directors may authorize the issuance of some or all of the shares of any or all of its classes of stock without certificates.

IN WITNESS WHEREOF the Incorporators have executed these Articles of Incorporation at Jacksonville, Duval County, Florida, on this date March 2, 1995.


LOUISE D. SIDOREUS, Incorporator

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA AND NAMING
THE AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, and all
other pertinent laws of Florida, the following is submitted:

LOUISE D. SIRDOREUS, desiring to organize this corporation under
the laws of the State of Florida with its principal place of
business in Jacksonville, Duval County, Florida, has been named
as its agent to accept service of process with the State of
Florida.

DATE: March 2, 1995

Louise D. Sirdoreus
LOUISE D. SIRDOREUS, Incorporator

Having been named to accept service of process for the above
stated corporation at the place designated in this certificate, I
hereby agree to act in this capacity, and I further agree to
comply with the provisions of all statutes relative to the
proper and complete performance of my duties. I, as Registered
Agent, am familiar with and I accept the obligations of that
position.

DATE: March 2, 1995

Louise D. Sirdoreus
LOUISE D. SIRDOREUS
Registered Agent

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1995