

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 APR -8 AM 11:36

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Smoke, Corp

- Art of Inc. File _____
- LTD Partnership File _____
- Foreign Corp. File _____
- L.C. File _____
- Fictitious Name File _____
- Trade/Service Mark _____
- Merger File _____
- Art. of Amend. File _____
- RA Resignation _____
- Dissolution / Withdrawal _____
- Annual Report / Reinstatement _____
- Cert. Copy _____
- Photo Copy _____
- Certificate of Good Standing _____
- Certificate of Status _____
- Certificate of Fictitious Name _____
- Corp Record Search _____
- Officer Search _____
- Fictitious Search _____
- Fictitious Owner Search _____
- Vehicle Search _____
- Driving Record _____
- UCC 1 or 3 File _____
- UCC 11 Search _____
- UCC 11 Retrieval _____
- Courier _____

DIVISION OF CORPORATIONS
98 APR -8 AM 9:39

Signature _____

Requested by: Dh 4-8-98 1:13
 Name Date Time
 Walk-In _____ Will Pick Up _____

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04-08-98

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**ARTICLES OF INCORPORATION
OF
SMOKE, CORP.**

JOSEPH MERLINO, incorporator of these Articles of Incorporation and a natural person competent to contract, does hereby form a Corporation for profit in accordance with the laws of the State of Florida under Chapter 607 of the Florida Statutes.

**ARTICLE I
NAME**

The name of this Corporation shall be: SMOKE, CORP.

**ARTICLE II
DURATION**

This corporation shall have perpetual existence. The date on which this corporation's existence shall commence is the date on which these Articles are filed with the Secretary of State.

**ARTICLE III
GENERAL NATURE OF BUSINESS, POWERS, AND PURPOSE**

This corporation is organized for the purpose of transacting any or all lawful business or activity, under the laws of the State of Florida, the United States, or any other state, country, territory or nation.

ARTICLE IV
AUTHORIZED CAPITAL STOCK

The maximum number of shares of stock this corporation is authorized to have outstanding at any time shall be one hundred (100) shares of common stock, such shares to be of one dollar (\$1.00) par value.

ARTICLE V
INITIAL PRINCIPAL OFFICE

The street address of the initial principal office of this corporation is: 6335 NW 75 Way, Parkland, Fl. 33067.

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent of this corporation is: THEODORE M. GOLDBERG, ESQ., whose office is the initial registered office of this Corporation and is located at: 3250 Mary Street, Suite 400, Coconut Grove, Florida 33133.

ARTICLE VII
INITIAL DIRECTOR(S)

This corporation shall have one director, initially. The name and street address of the initial director who shall hold office for the first year of the corporation, or until his or her successor is elected or appointed is:

JOSEPH MERLINO
6335 NW 75 Way
Parkland, Fl. 33067

**ARTICLE VIII
INCORPORATOR**

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

JOSEPH MERLINO
6335 NW 75 Way
Parkland, Fl. 33067

IN WITNESS WHEREOF, I, JOSEPH MERLINO the undersigned, as incorporator of SMOKE, CORP., have executed these Articles of Incorporation this 30th day of March, 1998 at _____
Broward County, Florida.

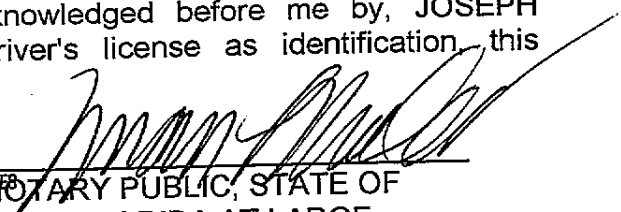

JOSEPH MERLINO

STATE OF FLORIDA)
 (Broward) SS:
COUNTY OF ~~DADE~~)

The foregoing Articles were acknowledged before me by, JOSEPH MERLINO who produced a Florida driver's license as identification, this 30th day of March, 1998.

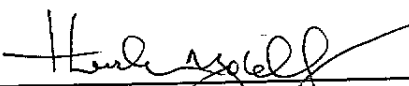


Susan L. Schuler
MY COMMISSION # CC703880 EXPIRES
March 22, 2002
BONDED THRU TROY FAIR INSURANCE, INC.


NOTARY PUBLIC, STATE OF
FLORIDA AT LARGE

My commission expires:

Having been named to accept service of process for the above-named corporation, at the place designated in these Articles, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

By: 
THEODORE M. GOLDBERG as Registered Agent