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FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FAS-T CORP. AGENTS, INC.  
CONTACT: LIDIA FERNANDEZ  
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NAME: HAPPY CARDS, U.S.A., INC.  
AUDIT NUMBER.....H98000011957  
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.  
CERT. OF STATUS..1 PAGES..... 3  
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**ARTICLES OF INCORPORATION  
OF  
HAPPY CARDS, U.S.A., INC.**

**FILED**  
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TALLAHASSEE, FLORIDA

The undersigned incorporator for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt the following Articles of Incorporation.

**ARTICLE I NAME**

The name of corporation shall be:

Happy Cards, U.S.A., Inc.

The principal place of business of this corporation shall be:

7310 Sunshine Skyway Lane, Suite 114  
St. Petersburg, FL 33711

**ARTICLE II NATURE OF BUSINESS**

This corporation may engage in or transact any or all lawful activities of business permitted under the laws of the United States, the State of Florida, or any other state, country, territory, or nation.

**ARTICLE III CAPITAL STOCK**

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is:

Authorized 1000 shares - \$1 par value

**ARTICLE IV TERMS OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE V OFFICERS AND DIRECTORS**

The names and street addresses of the initial officers and directors, if any, who shall hold office the first year of the corporation's existence or until their successor(s) are elected are:

- |                                      |           |
|--------------------------------------|-----------|
| 1. Trevor Sichel                     | President |
| 7310 Sunshine Skyway Lane, Suite 114 |           |
| St. Petersburg, FL 33711             |           |

PREPARED BY: HALFAKER & RICHARDS, P.A.  
4259 Henderson Blvd.  
Tampa, Fl. 33629  
(813) 639-1120

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**ARTICLE VI INCORPORATOR(S)**

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

Trevor Sichel  
7310 Sunshine Skyway Lane, Suite 114  
St. Petersburg, FL 33711

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of  
Incorporation this 26 day of JUNE, 1998.

Signature of Incorporator



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**CERTIFICATE DESIGNATING  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provision of section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

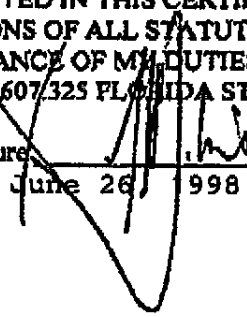
Happy Cards, U.S.A., Inc.

2. The name and address of the registered agent and office is:

Trevor Siebel  
7310 Sunshine Skyway Lane, Suite 114  
St. Petersburg, FL 33714

Signature:   
Title: President  
Date: June 26, 1998

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES AND RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

Signature:   
Date: June 26, 1998

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