

1.) CORPORATION NAME: SC Smilemakers, Inc. (USED IN VA BY: Smilemakers, Inc.) 2.) VA REGISTERED AGENT NAME AND OFFICE ADDRESS: CT CORPORATION SYSTEM 4701 COX RD STE 301 GLEN ALLEN, VA 23060-6802 3.) CITY OR COUNTY OF VA REGISTERED OFFICE: HENRICO COUNTY 4.) STATE OR COUNTRY OF INCORPORATION: SC	DUE DATE: 11/30/2012 SCC ID NO: F1842923 5.) STOCK INFORMATION <table border="1" style="width:100%; border-collapse: collapse;"> <thead> <tr> <th style="width:50%;">CLASS</th> <th style="width:50%;">AUTHORIZED</th> </tr> </thead> <tbody> <tr> <td>COMV</td> <td>50,000</td> </tr> <tr> <td>COMNV</td> <td>50,000</td> </tr> </tbody> </table>	CLASS	AUTHORIZED	COMV	50,000	COMNV	50,000
CLASS	AUTHORIZED						
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COMNV	50,000						

6.) PRINCIPAL OFFICE ADDRESS: ADDRESS: 500 STAPLES DRIVE CITY/ST/ZIP: FRAMINGHAM, MA 01702
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7.) DIRECTORS AND PRINCIPAL OFFICERS: All directors and principal officers must be listed. An individual may be designated as both a director and an officer.

NAME: Michael A. Miles TITLE: President/COO ADDRESS: 500 STAPLES DRIVE CITY/ST/ZIP/CO: FRAMINGHAM, MA 01702	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
NAME: LISA SCOPA TITLE: VP/Treasurer ADDRESS: 500 STAPLES DRIVE CITY/ST/ZIP/CO: FRAMINGHAM, MA 01702	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
NAME: Wisla C. Heneghan TITLE: VP/ASS. SEC. ADDRESS: 500 STAPLES DRIVE CITY/ST/ZIP/CO: FRAMINGHAM, MA 01702	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR
NAME: Ronald L. Sargent TITLE: Chairman/CEO ADDRESS: 500 STAPLES DRIVE CITY/ST/ZIP/CO: FRAMINGHAM, MA 01702	<input checked="" type="checkbox"/> OFFICER	<input checked="" type="checkbox"/> DIRECTOR
NAME: Mark A. Weiss TITLE: VP/ASS. SEC. ADDRESS: 500 Staples Drive CITY/ST/ZIP/CO: Framingham, MA 01702	<input checked="" type="checkbox"/> OFFICER	<input type="checkbox"/> DIRECTOR

I AFFIRM THAT THE INFORMATION CONTAINED IN THIS ELECTRONIC REPORT IS ACCURATE AND COMPLETE AS OF THE DATE BELOW AND THAT I AM LEGALLY AUTHORIZED TO SIGN THIS REPORT.

/s/ Mark A.Weiss	Mark A.Weiss,	10/10/2012
SIGNATURE OF DIRECTOR/OFFICER LISTED IN THIS REPORT	PRINTED NAME AND CORPORATE TITLE	DATE

It is a Class 1 misdemeanor for any person to sign a document, which includes this electronic record, that is false in any material respect with the intent that the document be delivered to the Commission for filing.