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FLORIDA CORPORATE FILING SERVICE

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ERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

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OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. SMART KIDS TRANSPORT, INC.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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Photocopy

Certificate of Status

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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DIVISION OF CORPORATIONS
RECEIVED

[Handwritten signature]
11/27

Examiner's Initials

ARTICLES OF INCORPORATION
OF
SMART KIDS TRANSPORT, INC.

The undersigned, for the purpose of forming a corporation for profit under Florida law adopt the following articles of incorporation:

ARTICLE ONE: NAME

The name of the corporation is SMART KIDS TRANSPORT INC.

ARTICLE TWO: DURATION

This corporation shall exist perpetually.

ARTICLE THREE: PURPOSE

The general purpose or purposes for which this corporation is being formed are to include transactions of any or all lawful business permitted under the laws of the State of Florida.

ARTICLE FOUR: CAPITAL STOCK

This corporation is authorized to issue one thousand (1000) shares of common stock of a par value of \$1.00 per share.

ARTICLE FIVE: PREEMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation and any securities of the corporation convertible into or carrying a right to subscribe to or acquire any unissued or treasury shares.

ARTICLE SIX: REGISTERED AND PRINCIPAL OFFICE

The street address of the initial registered office of the corporation is 3182 West 73rd Place, Hialeah, Florida 33018 and the name of the initial registered agent at that address is Elsie Abdala.

ARTICLE SEVEN: DIRECTORS

This corporation shall have one director initially. The number shall be fixed by the bylaws and may be changed from time to time. The name and address of the initial director of the board is:

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SECRETARY OF STATE

NAME ADDRESS
Elsie Abdala 3182 West 73rd Place
HIALEAH, FLORIDA 33018

They shall hold office until the first annual meeting of stockholders.

ARTICLE EIGHT: INCORPORATORS

The name and street address of the incorporators are:

NAME ADDRESS
ELSIE ABDALA 3182 West 73rd Place
HIALEAH, FLORIDA 33018

IN WITNESS WHEREOF, I have subscribed my name this 19th day of November, 2001.

Elsie Abdala
ELSIE ABDALA

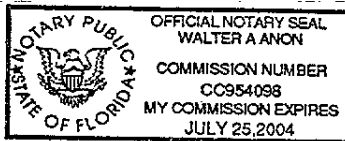
STATE OF FLORIDA)
COUNTY OF DADE } SS.

On this 19th day of November, 2001, before me a notary public in the State of Florida, personally appeared ELSIE ABDALA, known to me to be the person whose name is subscribed to in the foregoing Articles of Incorporation, and acknowledges that she has executed the same for the purpose contained therein.

IN WITNESS WHEREOF, I hereunto set my hand and official seal the date first above written.

Walter A. Anon
WALTER A. ANON, NOTARY PUBLIC,
STATE OF FLORIDA -AT LARGE-

My Commission Expires:



ACCEPTANCE OF REGISTERED AGENT

I, the undersigned, hereby accept the appointment as Registered Agent of the above noted corporation. I am familiar with, and accept the obligations of, Section 607.325 of the Florida Statutes.

Elsie Abdala
ELSIE ABDALA
REGISTERED AGENT

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