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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

gmD 3/19

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: SmartC2, Inc.
Name of corporation - must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," or "Certificate of Good Standing" and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Janet Ahlgren
Name of Person

SmartC2, Inc.
Firm/Company

4200 James Ray Drive
Address

Grand Forks, ND 58202
City/State and Zip code

Accounting@smartc2.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Janet Ahlgren at (701) 864-2166
Name of Person — Area Code & Daytime Telephone Number

STREET/COURIER ADDRESS:
New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:
New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- [x] $70.00 Filing Fee
- [ ] $78.75 Filing Fee & Certificate of Status
- [ ] $78.75 Filing Fee & Certified Copy
- [ ] $87.50 Filing Fee, Certificate of Status & Certified Copy

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. SmartC2, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp," "Inc," "Co," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. North Dakota
(State or country under the law of which it is incorporated)

3. 47-1919360
(FEI number, if applicable)

4. 09-22-2014
(Date of incorporation)

5. perpetual
(Duration: Year corp. will cease to exist or "perpetual")

6. 1.31.15
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 4200 James Ray Drive, Grand Forks, ND 58202
(Principal office address)

222 Pine Avenue, Lauderdale by the Sea, FL 33308
(Current mailing address)

8. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Registered Agents Inc

Office Address: 3030 N. Rocky Point Dr. STE 150A

Tampa, Florida 33607
(City) (Zip code)

9. **Registered agent's acceptance:**
Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Bill Havre

Bill Havre, President
Registered Agents Inc.
(Registered agent's signature)

10. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

11. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Janet Ahlgren

Address: 4200 James Ray Drive, Grand Forks, ND 58202

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

15 MAR 16 PM 12:19

B. OFFICERS

President: Stuart Rudolph

Address: 4200 James Ray Drive
Grand Forks, ND 58202

Vice President:

Address:

Secretary: Janet Ahlgren

Address: SAME AS ABOVE

Treasurer: Stuart Rudolph

Address: SAME AS ABOVE

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

12. Janet Ahlgren
Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

13. Janet Ahlgren, Chairperson
(Typed or printed name and capacity of person signing application)

State of North Dakota

SECRETARY OF STATE

CERTIFICATE OF GOOD STANDING
OF

SMARTC2, INC.

The undersigned, as Secretary of State of the State of North Dakota, hereby certifies that SMARTC2, INC. , a North Dakota BUSINESS CORPORATION, was incorporated in this office on September 22, 2014 and, according to the records of this office as of this date, has paid all fees due this office as required by North Dakota statutes governing a North Dakota BUSINESS CORPORATION.

ACCORDINGLY the undersigned, as such Secretary of State, and by virtue of the authority vested in him by law, hereby issues this Certificate of Good Standing to

SMARTC2, INC.

Issued: January 29, 2015

Alvin A. Jaeger

Alvin A. Jaeger
Secretary of State