

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H05000278065 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:
Division of Corporations
Fax Number : (850) 205-0383

From:
Account Name : JORGE GAVIRIA
Account Number : I20000000245
Phone : (305) 666-8844
Fax Number : (305) 667-7004

RECEIVED

05 DEC -5 PM 12:55

DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

SMART SYSTEM, USA, LLC.

Certificate of Status	0
Certified Copy	0
Page Count	01
Estimated Charge	\$125.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

05 DEC -5 AM 11:08

FILED

12/06/05

Electronic Filing Menu

Corporate Filing

Public Access Help

Audit No. H050002780653

**ARTICLES OF ORGANIZATION
OF
SMART SYSTEM, USA, LLC.**

The undersigned, for purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I- NAME

The name of the limited liability company shall be SMART SYSTEM, USA, LLC. The principal place of business of the Company in Florida shall be:

9769 S. Dixie Hwy 101
Miami, Florida 33156

The mailing address shall be:

9769 S. Dixie Hwy 101
Miami, Florida 33156

ARTICLE II- DURATION

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company's existence shall be perpetual.

ARTICLE III-PURPOSE AND POWERS

The general purpose for which the Company is organized is to engage in any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

FILED
5 DEC -5 AM 11:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Audit No.H05000278065 3

ARTICLE IV- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the state of Florida is:

Jorge Gaviria 9769 S. Dixie Hwy 101, Miami, Fl. 33156

ARTICLE V- CAPITAL CONTRIBUTIONS-Members

The members of the Company, as listed below, shall contribute to the capital of the Company the cash or property set forth as follows:

<u>Name</u>	<u>Contribution</u>
SMART SYSTEM HOLDINGS ENTERPRISES, LTD.	100%

ARTICLE VI- ADDITIONAL CAPITAL CONTRIBUTION

Each member shall make additional capital contributions to the Company only upon the unanimous consent of all members.

ARTICLE VII- ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except with the unanimous written consent of all members of the Company and upon such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all other members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE VII- TERMINATION OF EXISTENCE

The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or

FILED
05 DEC -5 AM 11:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Audit No. H050002780653

manager, or upon the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members.

ARTICLE IX- MANAGEMENT

The Company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The name and address of the initial manager of the Company is SMART SYSTEM HOLDINGS ENTERPRISES, LTD 9769 S. Dixie Hwy. 101, Miami, Florida 33156.

ARTICLE X- MEETING BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in special, regular, or annual meetings of the Board of Directors by means of conference telephone or similar communications equipment provided by Florida Law.

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization at Miami, Florida, for the foregoing uses and purpose this December 5, 2005.


Jorge Gaviria

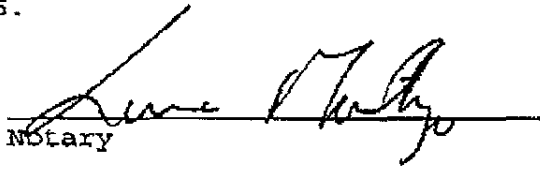
Before me personally appeared, Jorge Gaviria, as attorney in fact for SMART SYSTEM, USA, LLC. to me well known to be the organizers of the above limited liability company, who produced his drivers license and who subscribed the above Articles of Organization, and they he freely and voluntarily acknowledged before me according to law that they made the same for the uses and

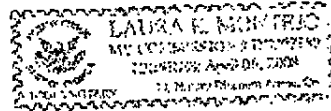
FILED
05 DEC 05 PM 11:08
SEAL
TALLAHASSEE FLORIDA

Audit No. H050002780653

purpose mentioned and set forth in it.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal this December 5, 2005.


Notary



FILED
05 DEC -5 AM 11:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Audit No. H050002780653

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/ REGISTERED OFFICE**

Under the provisions of F.S. 608.414 or 608.507,
SMART SYSTEM, USA, LLC.
submits the following statement to designate a registered office
and registered agent in the state of Florida:

1. The name of the limited liability company is

SMART SYSTEM, USA, LLC.

2. The name and street address of the registered agent in
Florida is:

Jorge Gaviria 9769 S. Dixie Hwy 101, Miami, Fl. 33156

The undersigned, being the person named in the articles of
organization of SMART SYSTEM, USA, LLC. as registered agent
of this limited liability company, hereby consents to accept
service of process for the above stated company at the place
designated in the articles of organization, and accepts the
appointment as registered agent and agrees to act in this
capacity. The undersigned further agrees to comply with the
provisions of all statutes relating to the proper and complete
performance of his or her duties, and is familiar with and
accepts the obligations of the position of registered agent.


Jorge Gaviria

FILED
05 DEC - 5 AM 11:08
CLERK OF COURT
STATE OF FLORIDA