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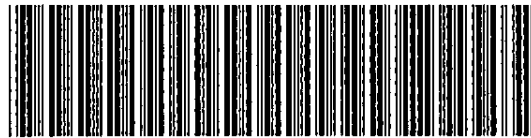
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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COVER LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Smart Source, Inc.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Donald W. Miller, Esq.

Name (Printed or typed)

3601 PGA Blvd., Suite 101,

Address

Palm Beach Gardens, FL 33410

City, State & Zip

561-366-7000

Daytime Telephone number

dwm@dwmlawyer.com

E-mail address: (to be used for future annual report notification)

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TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
OF
SMART SOURCE, INC.

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TALLAHASSEE, FLORIDA

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ARTICLE 1: Name. The name of the corporation is Smart Source, Inc., hereinafter referred to as ("the Corporation").

ARTICLE 2: Authority. The corporation is organized pursuant to the provisions of the Florida Not For Profit Corporations Act.

ARTICLE 3: Duration. The period of duration is perpetual.

ARTICLE 4: Purposes. The Corporation is organized and shall be operated exclusively for religious, charitable, and education purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or a related section of a successor statute (hereinafter "Code"). More particularly it shall provide personnel and resources for equipping individuals, specifically young people, to make smart decisions in personal, financial and life choices; to maximize themselves and their community for meaningful and eternal significance. To carry out the stated purposes, the Corporation may do any and all lawful acts which may be necessary or useful for the furtherance of said purposes.

The Corporation may receive property by gift, devise or bequest, invest and reinvest the same, and apply the income and principal thereof, as the Board of Directors may from time to time determine, either directly or through contributions to any charitable organization or organizations, exclusively for religious, charitable, or educational purposes.

ARTICLE 5: Membership. The Corporation shall not have members.

ARTICLE 6: Tax Exempt Provisions. The property of this Corporation is irrevocably dedicated to religious, charitable, and education purposes, and no part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay any reasonable compensation for services rendered to or for the Corporation and to make payments and distributions in furtherance of the purposes set forth in these Articles. No substantial part of the activities of the Corporation shall be carrying on of propaganda, or otherwise attempt to influence legislation. The Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

Notwithstanding any other provisions of these Articles, the Corporation shall not carry on any activities not permitted to be carried out by a corporation exempt from Federal income tax under section 501(c)(3) of the Code or by a corporation contributions to which are deductible under section 170 of the Code.

In the event the Corporation is found to be in any one year a "private foundation" as defined by Section 509 (a) of the Code, it shall be required to distribute its income for such taxable year at such time and in such manner as not to subject the Corporation to taxation under Section 4942 of the Code, and further shall be prohibited from any act of "self-dealing" as defined in Section 4941(d) of the Code; and further shall be prohibited from any "excess business holdings" as defined by Section 4943(c) of the Code, and from making any investments in such manner as to subject the Corporation to taxation under Section 4944 of the Code. The Corporation shall not make any taxable expenditure as defined in Section 4945(d) of the Code.

Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for payment of all the liabilities of the Corporation, dispose of all assets of the Corporation exclusively for the purposes of the organization in such manner, or to such organization or organizations organized and operated exclusively for religious, charitable, and education purposes, as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a Court of competent jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to organization or organizations, as the Court shall determine, which are organized and operated exclusively for that purposes.

ARTICLE 7: Registered Office and Principal Office. The initial registered office of the Corporation in the State of Florida and its initial registered agent at such address shall be Mr. Donald W. Miller, Esq. of 3601 PGA Blvd., Suite 101, Palm Beach Gardens, Florida 33410.

The principal office of the Corporation, and the mailing address of the Corporation shall be 3601 PGA Blvd., Suite 101, Palm Beach Gardens, Florida 33410.

ARTICLE 8: Board of Directors. The manner in which the directors of the Corporation shall be elected or appointed shall be provided in the Bylaws of the Corporation.

ARTICLE 9: Initial Board of Directors. The number of directors constituting the initial Board of Directors shall be four. The name and address of the persons who are to serve as the initial Board of Directors until the first annual meeting or until their successors shall be appointed and qualified are:

<u>NAME</u>	<u>ADDRESS</u>
Mr. John Aranada	6650 Imperial Woods Rd., Jupiter, FL 33458
Mr. Peter V. DeSanctis	641 University Drive, Suite 201, Jupiter, FL 33458
Mr. Donald W. Miller	3601 PGA Blvd., Suite 101, Palm Beach Gardens, FL 33410
Mr. Mark Sonneborn	265 S. Federal Hwy., Suite 337, Deerfield Beach, FL 33441

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Articles of Incorporation
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ARTICLE 10: Limitation on Liability. To the fullest extent permitted by law, as now in effect or as may hereafter be amended, no director or officer shall be liable for monetary damages to any person for any statement, vote, decision, or failure to take action, regarding organizational management or policy by an officer or director, unless (1) the officer or director breached or failed to perform his duties as an officer or director; and (2)) the officer's or director's breach of, or failure to perform his duties constitutes (a) a violation of the criminal law, unless the officer or director had reasonable cause to believe his conduct was lawful; (b) a transaction from which the officer or director derived an improper personal benefit, either directly or indirectly; or (c) recklessness or an act or omission which was committed in bad faith or with malicious purpose or in any manner exhibits wanton and willful disregard of human rights, safety, or property. Such relief from liability shall not apply in any instance where the relief is inconsistent with any provision applicable to corporations described in Section 501(c)(3) of the Code.

ARTICLE 11: Incorporator. The name and address of the incorporator is:

NAME

ADDRESS

Mr. Donald W. Miller, Esq.
Attorney at Law

3601 PGA Blvd., Suite 101
Palm Beach Gardens, FL 33410

IN WITNESS WHEREOF, the undersigned incorporator has set his hand this 20th day of MARCH, 2012.

BY:


Donald W. Miller, Esq.

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

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT/REGISTERED OFFICE, IN THE STATE OF FLORIDA.


1. The name of the corporation is Smart Source, Inc.
2. The name and address of the registered agent and office is:

Mr. Donald W. Miller, Esq.
3601 PGA Blvd., Suite 101
Palm Beach Gardens
Florida 33410.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.



Required Signature of Registered Agent

3.20.12
Date

I submit this document and affirm that the facts stated herein are true. I am aware that any 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.



Required Signature of Incorporator

3.20.12
Date