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BRUCE H. FREEDMAN, P.A.

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Paralegal

March 23, 2000

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

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*****70.00 *****70.00

Re: Street Smart, Inc.

Dear Sir:

Enclosed please find the original and 1 copy of the articles of incorporation for the above referenced corporation and my check in the sum of \$70.00.

Please be advised that I am not requesting a certified copy. Please forward in the enclosed envelope.

Very truly yours,

BRUCE FREEDMAN

BRUCE H. FREEDMAN
BHF:rjk

FILED
CLERK OF STATE
DIVISION OF CORPORATIONS
00 MAR 27 PM 1:52

3/31/00

ARTICLES OF INCORPORATION

STREET SMART, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 MAR 27 PM 1:52

ARTICLE I - NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the corporation is Street Smart, Inc., and its principal place of business is located at 3530 Mystic Point Drive, #212, Aventura, Florida 33180.

ARTICLE II - DURATION

This corporation shall commence its existence upon receipt of these Articles by the Secretary of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue Five Hundred (500) shares of common stock of one class only with a par value of one dollar (\$1.00) per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 3530 Mystic Point Drive, #212, Aventura, Florida 33180, and the name of the initial registered agent of this corporation at that address is Marilyn Romash.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The names and addresses of the directors of this corporation are:

Marilyn Romash, President
3530 Mystic Point Drive, #212
Aventura, Florida 33180

Ross Romash, Secretary/Treasurer
3530 Mystic Point Drive, #212
Aventura, Florida 33180

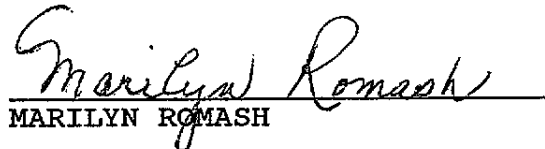
The name and address of the person signing these Articles is:

Marilyn Romash, President
3530 Mystic Point Drive, #212
Aventura, Florida 33180

ARTICLE VII - AMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on the 22nd day of March, 2000.


MARILYN ROMASH

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

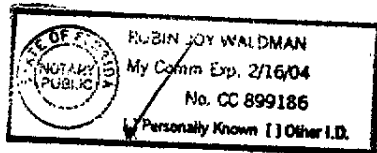
I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, Marilyn Romash to me well known and known to be the person who executed the foregoing Articles of Incorporation of Street Smart, Inc., and she acknowledged that she signed and executed the same for the purposes therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Miami, said County and State, this 22nd day of March, 2000.

My commission expires:



NOTARY PUBLIC, State of
Florida at Large



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA.

NAMING AGENT UPON WHOM PROCESS MAY BE SERVED IN COMPLIANCE
WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST THAT STREET SMART, INC., DESIRING TO ORGANIZE OR QUALIFY
UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF
BUSINESS AT CITY OF AVENTURA, STATE OF FLORIDA, HAS NAMED MARILYN
ROMASH, LOCATED AT 3530 MYSTIC POINT DRIVE, #212, AVENTURA, FLORIDA
33180, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

Marilyn Romash
MARILYN ROMASH

DATE: 3/22/00

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND
COMPLETE PERFORMANCE OF MY DUTIES.

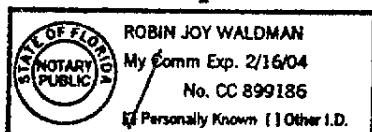
By: Marilyn Romash
MARILYN ROMASH

DATE: 3/22/00

SWORN TO AND SUBSCRIBED before me this 22nd day of March,
2000.

Robin Joy Waldman
Notary Public
State of Florida at Large

My commission expires:



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
MAR 27 PM 1:52