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FILED  
00 APR 28 AM 9:50  
SECRETARY OF STATE  
TALLAHASSEE FL 32304

April 26, 2000

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

SUBJECT: INCORPORATION OF: SMART MEDIA INC.

700003228737--0  
-04/28/00--01060--003  
\*\*\*\*\*78.50 \*\*\*\*\*78.50

Dear Secretary of State:

Enclosed find one original and a copy of the Articles of Corporation of  
and a check for:

\_\_\_\_ \$70.00  
Filing Fee

✓  
\_\_\_\_ \$78.75  
Filing Fee  
& Certificate

\_\_\_\_ \$122.50  
Filing Fee  
& Certificate Copy

\_\_\_\_ \$131.25  
Filing Fee,  
Certificate Copy  
& Certificate

ADDITIONAL COPY REQUIRED

FROM:

Name (Printed or Typed) Lisa Perry

8060 NW 15<sup>TH</sup> MANOR  
Address

PLANTATION, FLORIDA 33322

City State & Zip

Daytime Telephone Number (954) 537-9678

S. Thompson MAY 01 2000

ARTICLES OF INCORPORATION  
OF

SMART MEDIA INC.

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00 APR 28 AM 9:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE 1 - NAME

The name of the corporation shall be SMART MEDIA INC.

ARTICLE 11 - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 1802 N UNIVERSITY DRIVE # 120, FORT LAUDERDALE, FLORIDA 33322

ARTICLE 111 - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 100 shares at no par value.

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS


The name and Florida street address of the initial registered agent are: LISA PERRY  
8060 NW 15<sup>TH</sup> MANOR, PLANTATION, FLORIDA 33322

ARTICLE V - INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation are: LISA PERRY  
1802 N UNIVERSITY DRIVE # 120 FORT LAUDERDALE, FLORIDA 33322

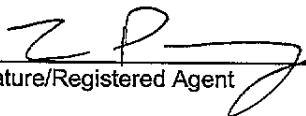
ARTICLE VI - DIRECTORS

The corporation shall have one (1) director, and the initial director shall be: LISA PERRY  
1802 N UNIVERSITY DRIVE # 120, FORT LAUDERDALE, FLORIDA 33322

  
Signature Incorporator

April 26, 2000  
Date

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

  
Signature/Registered Agent

April 26, 2000  
Date