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TRANSMITTAL LETTER

FILED
00 MAY 22 PM 12:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

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-05/22/00-01090-014
*****70.00 *****70.00

SUBJECT: STRATEGIC MARKET PLANNING & RESEARCH, 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 of
Status

ADDITIONAL COPY REQUIRED

FROM: CAROL GOLDSTEIN STIEFEL, ESO.
Name (Printed or typed)

1550 MADRUGA AVENUE SUITE 120
Address

CORAL GABLES, FLORIDA 33146
City, State & Zip

(305) 661- 4600 ext. 208
Daytime Telephone number

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

D. BROWN MAY 3 1 2000

**ARTICLES OF INCORPORATION
OF
STRATEGIC MARKET PLANNING & RESEARCH, INC.**

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TALLAHASSEE, FLORIDA

The undersigned, a natural person, does hereby form a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation is Strategic Market Planning & Research, Inc.

ARTICLE II

The corporation may engage in any and all activities and businesses permitted under the laws of the United States and of the State of Florida. The corporation shall have all of the powers vested in a corporation organized under and existing by virtue of the laws of the State of Florida.

ARTICLE III

The maximum number of shares of stock which the corporation is authorized to issue and have outstanding at any time is 1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV

The existence of the corporation is perpetual. The principal place of business of the corporation is 10810 S.W. 69th Court, Miami, Florida 33156.

ARTICLE V

The street address of the initial registered office of the corporation is 10810 S.W. 69th Court, Miami, Florida 33156 and the initial registered agent of the corporation at that address is Susan Shapiro.

The corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time pursuant to the By-Laws of the corporation, but shall not be less than one nor more than seven.

ARTICLE VI

The name and address of the member of the first Board of Directors of the corporation who shall hold office for the first year of the corporation's existence or until her successor is elected and qualified is:

DIRECTOR	ADDRESS
Susan Shapiro	10810 S.W. 69 th Court, Miami, Florida 33156

ARTICLE VII

Members of the Board of Directors or any Executive Committee thereof shall be deemed present at a meeting of such Board of Directors or Committee if a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other at the same time is used.

ARTICLE VIII

A director shall not be prohibited or disqualified from voting on any issue, at any time, by reason of the fact that the issue under consideration may involve such director personally, directly or indirectly, or that it may involve any person, firm, corporation or other entity in which such director has a direct or indirect interest.

ARTICLE IX

The name and address of the person signing these Articles is
Carol Goldstein Stiefel, Esq., 1550 Madruga Avenue, Suite 120, Coral Gables, Florida 33146.

ARTICLE X

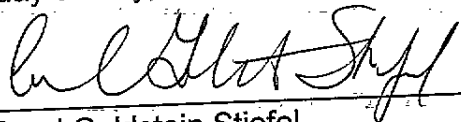
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders and approved either at a shareholders meeting by the affirmative vote of the

holders of two-third (2/3) of the shares entitled to vote thereon or by written consent of all shareholders.

ARTICLE XI

The initial By-Laws of the corporation shall be adopted by a unanimous vote of the Board of Directors of the Corporation. Thereafter, the By-Laws of the Corporation may be amended, modified or repealed as provided by the By-Laws.

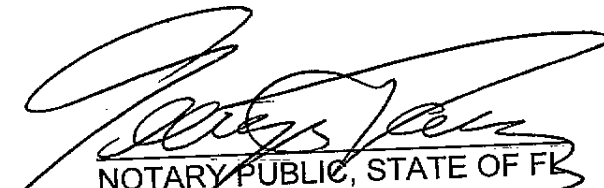
EXECUTED this 19th day of May, 2000.


Carol Goldstein Stiefel

STATE OF FLORIDA)
)SS:
COUNTY OF DADE)

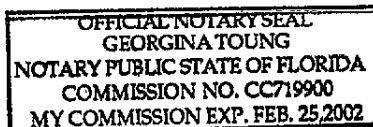
BEFORE ME, the undersigned authority, personally appeared Carol Goldstein Stiefel to me known to be the person who subscribed to the foregoing Articles of Incorporation of Strategic Market Planning & Research, Inc., and she acknowledged that she did freely and voluntarily execute the said Articles of Incorporation for the purposes therein expressed.

WITNESS my hand and seal this 19th day of May, 2000.


NOTARY PUBLIC, STATE OF FL
GEORGINA TOUNG

SEAL

My Commission Expires:



CERTIFICATE DESIGNATING REGISTERED AGENT

AND

REGISTERED OFFICE

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TALLAHASSEE, FLORIDA

In accordance with Chapter 48.091, Florida Statutes, the following designation and acceptance is submitted in compliance thereof.

DESIGNATION

Strategic Market Planning & Research, Inc., desiring to organize under the laws of the State of Florida, hereby designates Susan Shapiro as its registered agent and 10810 S.W. 69th Court, Miami, Florida 33156, as its registered office.

ACCEPTANCE AS REGISTERED AGENT

Having been named as registered agent for the above corporation, I hereby agree to act in such capacity for such Corporation at its registered office.

Susan Shapiro
Susan Shapiro