

P00000053205

DONALD S. GOLDRICH, P.A.
ATTORNEY AT LAW
3200 N.E. 14TH STREET
POMPANO BEACH, FLORIDA 33062
(954) 782-8830
FAX: (954) 782-0720

FILED
00 MAY 23 PM 3:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

May 22, 2000

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

000003263690--4
-05/23/00--01088--001
*****70.00 *****70.00

Re: Incorporation of U. S. A. SMART TECHNOLOGIES, INC.

Dear Secretary of State:

Enclosed find one original and a copy of the Articles of Incorporation of my client U. S. A. SMART TECHNOLOGIES, INC.

Also find enclosed a check payable to the Secretary of State in the amount of \$70.00 which represents the statutory filing fee.

Your assistance in establishing this corporation is appreciated.

Very truly yours,



Donald S. Goldrich

Enclosures

BROWN JUN - 1 2000

ARTICLES OF INCORPORATION
OF
U. S. A. SMART TECHNOLOGIES, INC.

FILED
00 MAY 23 PM 3:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE ONE

The name of the corporation is U. S. A. SMART TECHNOLOGIES, INC.
The principal address of the corporation is: 3200 N.E. 14th Street, Pompano Beach, Florida
33062.

ARTICLE TWO

The period of its duration is perpetual.

ARTICLE THREE

The purpose for which the corporation is organized is the transaction of any or all lawful
business for which corporations may be incorporated under the Florida Corporation Act.

ARTICLE FOUR

The aggregate number of shares which the corporation shall have authority to issue is two
hundred (200) of no par value.

ARTICLE FIVE

The corporation will not commence business until it has received for the issuance of shares
consideration of the value of \$1,000.00 consisting of money, labor done or property actually
received.

ARTICLE SIX

The street address of its initial registered office is 3200 N.E. 14th Street, Pompano Beach,
Florida 33062, and the name of its initial registered agent at such address is ROBERT
ODIERNA.

I hereby am familiar with, and accept the duties and responsibilities as registered agent for said
corporation.


ROBERT ODIERNA

FILED
00 MAY 23 PM 3:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE SEVEN

The number of directors constituting the initial board of directors is one (1), and the name and address of the person or persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualified are:

Name	Mailing Address
ROBERT ODIERNA	3200 N.E. 14 th Street, Pompano Beach, Florida 33062.

ARTICLE EIGHT


The Board of Directors is empowered to make, alter or repeal the Bylaws of the corporation without restriction of their powers conferred by statute.

ARTICLE NINE

The name and address of each incorporator is:

Name	Mailing Address
DONALD S. GOLDRICH	3200 N.E. 14 th Street, Pompano Beach, Florida 33062

(signed)



Incorporator-DONALD S. GOLDRICH

ARTICLE TEN

The powers of the incorporators cease upon filing the Articles of Incorporation.