

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

PO00000074632

Smith + Smith Unlimited, Inc.

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Signature _____

Requested by: EM 8/7 10:20

Name _____

Date _____

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Will Pick Up _____

- ✓ Art of Inc. File Perf
- ____ LTD Partnership File _____
- ____ Foreign Corp. File _____
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- ____ Fictitious Name File _____
- ____ Trade/Service Mark _____
- ____ Merger File _____
- ____ Art. of Amend. File _____
- ____ RA Resignation _____
- ____ Dissolution / Withdrawal _____
- ____ Annual Report / Reinstatement _____
- ✓ Cert. Copy _____
- ____ Photo Copy _____
- ____ Certificate of Good Standing _____
- ____ Certificate of Status _____
- ____ Certificate of Fictitious Name _____
- ____ Corp Record Search _____
- ____ Officer Search _____
- ____ Fictitious Search _____
- ____ Fictitious Owner Search _____
- ____ Vehicle Search _____
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- ____ UCC 1 or 3 File _____
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- ____ Courier _____

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00 AUG -7 AM 11:51
DIVISION OF CORPORATION

SMITH AUG 07 2000

ARTICLES OF INCORPORATION
OF
SMITH & SMITH UNLIMITED, INC.

FILED
00 AUG -7 PM 1:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned incorporators of this corporation under Florida Statute 607, as amended, adopt the following Articles of Incorporation.

ARTICLE I

Name and Principal Office

The name of this corporation is: Smith & Smith Unlimited, Inc. The principal office of this corporation is located at 706 N.W. 3 Street, Florida City, Florida 33034.

ARTICLE II

Purposes

The general nature of the business and the objects and purposes proposed to be transacted and carried on by and powers of this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might or could do, viz:

- (a) To purchase, sell and manage real property.
- (b) To do all acts and things and conduct and carry on all business and enterprises to the same extent as any

natural person which is not specifically prohibited by the laws of the State of Florida, United States of America, any rule or regulation promulgated thereunder.

(c) In general, to carry on any other business or enterprise and exercise all or any of the corporate powers which may be carried on or exercised by a corporation organized under Chapter 607, Florida Statutes, as amended, not forbidden by the laws of the State of Florida.

ARTICLE III

Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding any one time is 100 shares of common stock at One Dollar (\$1.00) par value per share. The consideration to be paid for each share shall be payable in lawful money of the United States of America or in property, labor or services which, in the judgment of the Board of Directors, shall be of the valuation equivalent to the value of the stock to be issued.

ARTICLE IV

Voting Rights

Except as otherwise provided by law, the entire voting power for the election of directors and for all other

purposes shall be vested exclusively in the holders of the outstanding Common Shares.

The manner of election for directors and the manner of their admission are to be provided for in the bylaws.

ARTICLE V

Duration

This corporation is to have perpetual existence commencing on the date of execution and acknowledgment of these Articles of Incorporation.

ARTICLE VI

Initial Registered Agent

The street address of the initial registered agent of this corporation is Thomas H. Smith, 706 N.W. 3 Street, Florida City, Florida 33034. The Board of Directors may, from time to time change the designated registered agent of the corporation.

ARTICLE VII

Directors

The initial number of directors of this corporation shall be three (3). The number of directors may be either increased or decreased from time to time as provided for in the By-Laws.

The names and addresses of the members of the first board of directors who, subject to the provisions of he

Certificate of Incorporation, the By-Laws and Corporation Laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until their successors are elected and have qualified are:

<u>Name</u>	<u>Address</u>
Juanita Smith Smith	706 N.W. 3 Street Florida City, FL 33034
Thomas H. Smith	706 N.W. 3 Street Florida City, FL 33034
Carol Tracey Smith	706 N.W. 3 Street Florida City, FL 33034

ARTICLE VIII

Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation at Miami, Dade County, Florida, for the uses and purposes aforesaid, this 4 day of August, 2000.


THOMAS H. SMITH

STATE OF FLORIDA
COUNTY OF DADE

BEFORE ME, the undersigned authority, personally appeared THOMAS H. SMITH who produced personally known as identification and being duly sworn, upon oath, to me well known to be the person described in and who executed the foregoing Certificate of Incorporation, and who acknowledges before me, according to law, that he made and subscribed the same for the purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal, at Miami-Dade County, Florida this 4 day of August, 2000.

Lou Frances Ferguson
Notary Public
State of Florida at Large

My Commission Expires:

OFFICIAL NOTARY SEAL
LOU FRANCES FERGUSON
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC711897
MY COMMISSION EXP. FEB. 21, 2002

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

Smith & Smith Unlimited, Inc.

2. The name and address of the registered agent and office is:

Thomas H. Smith
706 N.W. 3 Street
Florida City, Florida 33034

00 AUG - 7 PM 1:13
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TITLE: Vice-President

DATE: 8-4-00

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.

DATE: 8-4-00