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Address		
Tallahassee, FL 3230		
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XXX Profit Non-Profit Limited Liability Domestication Other OTHER FILINGS Annual Report Fictitious Name	Amendment Resignation of R.A., Officer/Director Change of Registered Agent Dissolution/Withdrawal Merger REGISTRATION/QUALIFICATION Foreign Limited Partnership	10

Examiner's Initials

(P) 2.5

ARTICLES OF INCORPORATION

OODEC-5 AM 8: 46
PALLAHARSEE FLORIDA

OF

SMARTWORXX, INC.

ARTICLE I

The name of this corporation is **SMARTWORXX**, **INC.** The principal office and/or mailing address of this corporation is as follows: 23275 Duchess Avenue, Port Charlotte, Florida 33954.

ARTICLE II

This corporation is organized for the following purposes: To carry on any business, occupation, undertaking or enterprise and to exercise any power or authority which may be done by a private corporation organized and existing under and by virtue of Florida Statutes, Chapter 607 (1994), and it being the intention that this corporation may conduct and transact any business lawfully authorized and not prohibited by Florida Statutes, Chapter 607, (1994).

ARTICLE III

This corporation is authorized to issue ONE HUNDRED (100) shares of ONE DOLLAR (\$1.00) par value common stock, all of which shall be fully paid and non-assessable.

ARTICLE IV

The street address of the initial registered office of this corporation is 23275 Duchess Avenue, Port Charlotte, Florida 33954, and the name of the initial Registered Agent of this corporation at that address is **ANGELA COLLINS**.

ARTICLE V

The business of this corporation shall be conducted by a board of directors which shall consist of one or more members, the exact number of said board of directors to be fixed from time to time by the bylaws of this corporation.

ARTICLE VI

The name and post office addresses of the initial board of directors, the president, secretary and treasurer (and other officers, if applicable) who shall hold office for the first year of the existence of the corporation or until their successors are elected or appointed and have qualified, are as follows:

DIRECTORS

ADDRESS

ANGELA COLLINS

23275 Duchess Avenue Port Charlotte, FL 33954

OFFICERS

TITLE

ADDRESS

ANGELA COLLINS

President/V.P Secretary/Treas. 23275 Duchess Avenue Port Charlotte, FL 33954

ARTICLE VII

The name and address of each incorporator is as follows:

INCORPORATOR

<u>ADDRESS</u>

ANGELA COLLINS

23275 Duchess Avenue Port Charlotte, FL 33954

ARTICLE VIII

The names and addresses of each subscribed of these articles of incorporate and a statement of the number of shares of stock which each agrees to take are as follows:

NAME SHARES ADDRESS

ANGELA COLLINS 100 23275 Duchess Avenue Port Charlotte, FL 33954

ARTICLE IX

Each Shareholder shall have a preemptive right to purchase any treasury or unissued stock of the corporation pursuant to terms and conditions set by the Board of Directors.

IN WITNESS WHEREOF, the undersigned, has made, subscribed and acknowledged these articles of incorporation, this 21 day of November 2000.

SMARTWORXX, INC.

HIGELA COLLINS, President

STATE OF FLORIDA COUNTY OF CHARLOTTE

Before me, the undersigned authority, personally appeared ANGELA COLLINS, to me known to be the person described in and who executed the foregoing articles of incorporation and she acknowledged before me according to law that she made and subscribed the same for the purposes therein expressed and mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 2^{15+} day of November, 2000.

My Commission Expires:

OFFICIAL NOTARY SEAL
CAROL J ENOS
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC777395
MY COMMISSION EXP. SEPT 22,2002

Notary Public/State of Florida

(AFFIX SEAL)

CERTIFICATE

DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

Pursuant to of Florida Statutes, Section 48.091 (1989), the following is submitted, is compliance therewith:

First: That, SMARTWORXX, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the articles of incorporation, at City of Port Charlotte, County of Charlotte, State of Florida, has named:

DAROL H. M. CARR

located at 2315 Aaron Street, Port Charlotte, Florida 33952, Florida, County of Charlotte, State of Florida, as its agent to accept service of process within this State.

SMARTWORXX, INC.

By: HIGHE COULDS President

ACCEPTANCE

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said law relative to keeping open said office.

Registered Agent

#62153