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Timothy J. Murty, P.A.

Attorney At Law

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FILED
01 JAN 12 AM 8:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

December 11, 2000

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

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-12/13/00--01079--002
*****70.00 *****70.00

IN RE: PRO-MOTION, INC.

TO WHOM IT MAY CONCERN:

Enclosed are the original and one copy of the Articles of Incorporation for the above named Florida corporation and a check in the amount of \$70.00 representing payment of the applicable fees.

Please file same and return a conformed copy of the articles to me.

Thank you for your assistance in this matter.

Very truly yours,



TIMOTHY J. MURTY
Attorney at Law

/km
Enclosures

JAN 1 7 2000



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 3, 2001

TIMOTHY J MURTY ESQUIRE
1633 PERIWINKLE WAY
SUITE A
SANIBEL, FL 33957

SUBJECT: BEST PRO-MOTION, INC.
Ref. Number: W01000000182

We have received your document for BEST PRO-MOTION, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 301A00000357

ARTICLES OF INCORPORATION
OF
SMOOTH ROAD PRO MOTIONS, INC.

FILED
01 JAN 12 AM 8:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, in order to form a corporation for the purposes hereinafter stated and under the provisions of the Statutes of the State of Florida, does hereby subscribe to these Articles of Incorporation.

ARTICLE I

The name of the corporation shall be:

SMOOTH ROAD PRODUCTIONS, INC.

The business of the corporation shall be carried on in Lee County, Florida, and at such other place or places in the State of Florida, and in the United States of America and foreign countries as may from time to time be authorized by the Board of Directors. Its principal office shall be located at 12355 Anglers Cove Court, Fort Myers, Lee County, Florida 33908.

ARTICLE II

The general nature of the business to be transacted by the corporation shall be as follows:

(a) To engage in any lawful business or commercial activity in the United States of America, its territories and possessions and in any country or location in the world, including but not limited to the right to act as a partner, joint venturer, agent, representative or otherwise, with any other entity for any lawful purpose.

(b) To purchase, sell, lease, operate, own, hold, transfer, convey, mortgage, or otherwise encumber, trade, exchange and generally deal in real estate and personal property of every kind, nature and description wheresoever located, both tangible and intangible and including choses in action, either as owner, broker, agent or factor. To engage in any lawful activity and to institute, participate in and promote commercial, mercantile, financial and industrial enterprises and operations.

(c) To engage in the purchase or acquisition of property, business rights or franchise, or for additional working capital, or for any other objective in or about its business affairs and without limit as to amount; to incur debts and to raise, borrow and secure the payment of money in any lawful manner, including the issue and sale or other disposition of bonds, evidences of indebtedness, whether secured by mortgage, pledge, deed of trust or otherwise. The corporation may issue its stock for any lawful purposes, including the acquisition of any other entity.

(d) Any stock issued by this corporation may qualify under Section 1244 of the Internal Revenue Code of 1954, and as same may be amended.

(e) This corporation shall have all of the general powers together with all additional and specific powers granted by the Laws of the State of Florida, as well as implied powers, in carrying out the foregoing express powers.

(f) The foregoing clauses shall be construed both as objects and as powers, but no recitation, expression or declaration of specific or special powers or purposes herein enumerated shall be deemed to be exclusive; but it is hereby expressly declared that all other lawful powers not inconsistent therewith are hereby included.

ARTICLE III

The corporation is authorized to issue ONE THOUSAND (1,000) shares of common stock with no Par Value.

ARTICLE IV

The street address of the initial registered office of this corporation is 1633 Periwinkle Way, Suite A, Sanibel, Florida 33957, and the initial registered agent of this corporation at that address is TIMOTHY J. MURTY.

ARTICLE V

The business of this corporation shall be conducted by a Board of Directors consisting of one or more Directors. The exact number of Directors may be fixed by the By-Laws of this corporation. The names and street addresses of the first Board of Directors of this corporation who shall hold office until the organization meeting of this corporation and until their successors are elected or appointed and have qualified, are as follows:

David W. Wright
12355 Anglers Cove Court
Fort Myers, Florida 33908

Donna Wright
12355 Anglers Cove Court
Fort Myers, Florida 33908

ARTICLE VI

The names and street addresses of the officers of this corporation, who shall hold office until the organization meeting of the corporation and until their successors are duly elected and have qualified, are as follows:

President

David W. Wright
12355 Anglers Cove Court
Fort Myers, Florida 33908

Secretary/Treasurer

Donna Wright
12355 Anglers Cove Court
Fort Myers, Florida 33908

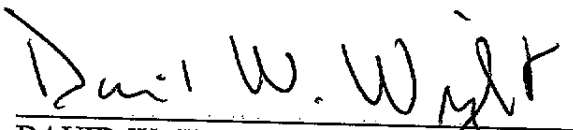
ARTICLE VII

The name and post office address of each subscriber to these Articles of Incorporation and the number of shares of stock which each agrees to take, and the consideration therefor, are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>NO. SHARES</u>
David W. Wright and Donna Wright	12355 Anglers Cove Court, Fort Myers, FL 33908	1000 jointly

The capital stock may be paid for in property, labor or services at a just valuation to be fixed by the incorporators or by the Directors at a meeting called for such purpose or at the organization meeting. The total value so fixed will amount to at least \$1000.00. All of the aforesaid stock is to be issued as fully paid for and exempt from assessment.

IN WITNESS WHEREOF, the undersigned, have caused these presents to be executed this 28 day of December, 2000.

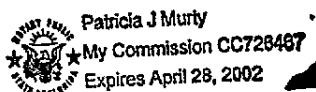


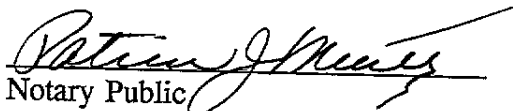
DAVID W. WRIGHT, Incorporator

STATE OF FLORIDA
COUNTY OF LEE

Personally appeared this day before me, the undersigned authority DAVID W. WRIGHT, to me well known and known to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed and subscribed to the same for the purposes therein expressed and who is personally known to me.

WITNESS my hand and official seal, this 28th day of December, 2000.





Notary Public

CONSENT OF REGISTERED AGENT

HAVING BEEN NAMED to accept service of process for SMOOTH ROAD PROMOTIONS, INC., at the place designated in the foregoing Articles of Incorporation, I, TIMOTHY J. MURTY, agree to act in this capacity and comply with the provisions of Section 48.091 of the Florida Statutes (1983) relative to keeping open said office, this 28 day of December, 2000.



TIMOTHY J. MURTY

FILED

01 JAN 12 AM 8:34

SECRETARY OF STATE
TALLAHASSEE, FLORIDA