

**PD10000 82894**  
TRANSMITTAL LETTER

FROM:

Name of corporation: SmithCO Properties and Development, Inc.

Street address of the corporation: 2772 Frazier St., Bartow, FL 33830  
863-687-2197

TO: CORPORATIONS DIVISION

400004546664--2  
-08/21/01--01029--001  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Please find enclosed:

1. An original Articles of Incorporation and one copy for the above named corporation.
2. A certified check or money order in the amount of \$70.00 for filing fees.

A certified copy is not requested at this time.

**FILED**  
01 AUG 21 PM 12:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Please send responses or receipts concerning this filing to the above address.  
Thank you very much.

Date: August 3, 2001

Name of Incorporator: Ovedia Whitaker Smith

Signature of Incorporator:

Ovedia Whitaker Smith

3 paid  
8/22/01

**ARTICLES OF INCORPORATION**  
of  
**SmithCO Properties and Development, Inc.**

Pursuant to Chapter 607 of the Florida Business Corporation Act, the undersigned incorporator submits these articles of Incorporation for the purpose of forming a for-profit corporation.

**Article 1.** The name of the Corporation is:

**SmithCO Properties and Development, Inc.**

**Article 2.** The principal place of business and mailing address of this corporation is:

**2772 Frazier St., Bartow, FL 33830**

**Article 3.** The corporation is authorized to issue one class of stock, that being 1,000 shares of no par value, common stock, with identical rights and privileges, the transfer of which is restricted according to the bylaws of the corporation. The nature of the business is to buy, sell and develop properties and other entities.

**Article 4.** The name and address of the corporation's initial registered agent is:

**Ovedia Whitaker Smith**  
**2772 Frazier St., Bartow, FL 33830**

**Article 5.** The name and street address of the incorporator of this corporation:

**Ovedia Whitaker Smith**  
**2772 Frazier St., Bartow, FL 33830**

**Article 6.** No Director shall be held liable to the corporation or its shareholders for monetary damages due to a breach of fiduciary duty, unless the breach is a result of self-dealing, intentional misconduct, or illegal actions.

In witness whereof, the undersigned incorporator has executed these Articles of Incorporation on the date below. The undersigned incorporator hereby declares, under penalty of perjury, that the statements made in the forgoing Articles of Incorporation are true, and that the incorporator is at least eighteen years of age.

**Date:** **August 3, 2001**

**Name of Incorporator:** **Ovedia Whitaker Smith**

**Signature of Incorporator:**

*Ovedia Whitaker Smith*

**FILED**  
**01 AUG 21 PM 12:09**  
**SECRETARY OF STATE**  
**TALLAHASSEE FLORIDA**

**CERTIFICATE OF DESIGNATION  
OF  
REGISTERED OFFICE AND REGISTERED AGENT**

Pursuant to section 607.0501 of The Florida Business Corporation Act, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office and registered agent, in the State of Florida.

**SmithCO Properties and Development, Inc.**

1. The name and address of the corporation's registered agent and registered office is:

Name: **Ovedia Whitaker Smith**

Street address: **2772 Frazier St., Bartow, FL 33830**

Having been named as the 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.

Signature of registered agent:

*Ovedia Whitaker Smith*

Date of signature:

**August 3, 2001**

**FILED**  
01 AUG 21 PM 12:09  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA