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AZARUS CORPORATE FILI	NG SERVICE	25	470	1
(Requester's Name) 3320 S.W. 87 AVENUE	HO OFWAICE			
(Address) MIAMI, FLORIDA (305)552-597 (City, State, Zip) (Phone TERESA ROMAN (TALLAHASSEE RE	n #)	OFFICE USE ONLY	004551766- -08/23/01010170 ******78.75 ******7	-5 27 8.75
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ARTICLES OF INCORPORATION

The undersigned Incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I -NAME

The name of the corporation shall be:

Smart POS Solutions USA, Inc.

ARTICLE II -PRINCIPAL OFFICE

The principal place of business and mailing of this corporation shall be:

9520 sw 8 st Suite 116 Miami, FL 33174 USA

ARTICLE III-SHARES

The number of shares of stock that this corporation is authorized to have outstanding at anyone time is:

50

ARTICLES IV -INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Antonio Pereira 9520 sw 8 st Suite 116 Miami, FL 33174 USA



ARTICLE V -INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Antonio Pereira 9520 sw 8 st Suite 116 Miami, FL 33174 **USA**

The undersigned incorporator has executed these Articles of Incorporation this 21 day of August 2001

ARTICLE VI- DIRECTOR(S)

The name(s) and street address(es) of the director(s) to these Articles of Incorporation is (are):

Antonio Pereira (P) 9520 sw 8 st Suite 116 Miami, FL 33174 **USA**

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED **OFFICE**

Having been named as Registered Agent and to accept service of process for the above stated corporation at 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 related to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Registered Agent Signature