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Florida Department of State
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FLORIDA PROFIT CORPORATION OR P.A.

smart concepts, inc.

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**ARTICLES OF INCORPORATION
OF****SMART CONCEPTS, INC.**

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE I
NAME**

The name of the corporation is:

SMART CONCEPTS, INC.

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**ARTICLE II
ADDRESS OF PRINCIPAL OFFICE/MAILING ADDRESS OF CORPORATION**

The address of the principal office of the corporation and mailing address is 4000 West Island Blvd., #TH3, Aventura, FL 33180.

**ARTICLE III
AUTHORIZED SHARES**

The aggregate number of shares which the corporation is authorized to issue is 1000.

**ARTICLE IV
STREET ADDRESS OF INITIAL REGISTERED OFFICE
AND NAME OF INITIAL REGISTERED AGENT**

The Street address of the initial registered office of the corporation is 12000 Biscayne Blvd., Suite 500, North Miami, Florida 33181. The name of the initial registered agent at that office is Richard A. Golden.

**ARTICLE V
NAME AND ADDRESS OF INCORPORATOR**

The name and address of the incorporator is RICHARD A. GOLDEN, 12000 Biscayne Blvd., North Miami, FL 33181.

**ARTICLE VI
DURATION AND PURPOSE**

The duration of the corporation is perpetual and it is organized for the purpose of transacting any and all lawful business permitted under the laws of the State of Florida.

**ARTICLE VII
NAMES OF DIRECTORS/OFFICERS**

The initial Directors of the corporation shall be: MILES E. KUTTLER and Lawrence Joseph.

Prepared by:
Richard A. Golden, Esq.
Florida Bar No. 270271
12000 Biscayne Blvd., Suite 301
North Miami, Florida 33181
305-899-1800
Fax: 305-891-1144

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**ARTICLE VIII
INDEMNIFICATION**

The corporation shall indemnify each director, officer and shareholder of the corporation against any and all liability and expense incurred by him in connection with or arising out of any action, suit or proceeding in which he may be involved, by reason of his being or having been an officer, director or shareholder of the corporation.

RICHARD A. GOLDEN, Incorporator04/08/02
Date**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

Having been designated as the registered agent for the corporation at the place designated in the foregoing Articles of Incorporation, I declare that I am familiar with and accept the obligations of that position, and hereby accept same and agree to act in that capacity and agree to comply with the provisions of Florida law relative to keeping the registered office open.

RICHARD A. GOLDEN, Registered Agent04/08/02
Date

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