

PO2000044191

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LAZARUS CORPORATE FILING SERVICE

3320 S.W. 87 AVENUE

MIAMI, FLORIDA (305)552-5973

TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

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FILED
02 APR 23 PM 4:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. SMART-TRACK, CORP
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)



Walk in



Pick up time

2:00



Certified Copy



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Photocopy



Certificate of Status

RECEIVED
02 APR 22 AM 10:26
DEPARTMENT OF STATE
DIVISION OF CORPORATE REGISTRATION
TALLAHASSEE, FLORIDA

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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*****78.75 *****78.75

Examiner's Initials

4/23



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 22, 2002

LAZARUS

MIAMI, FL

SUBJECT: SMART-TRACK, CORP.
Ref. Number: W02000011300

We have received your document for SMART-TRACK, CORP.. However, the document has not been filed and is being returned for the following:

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

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) 245-6934.

Loria Poole
Corporate Specialist
New Filings Section

Letter Number: 502A00023910

**ARTICLE OF INCORPORATION OF
SMART-TRACK, CORP**

ARTICLE I NAME

The name of this corporation is Smart-Track, Corp

ARTICLE II DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III NATURE OF BUSINESS

This corporation may engage in any activity or business permitted under the laws of the United States and of this state.

ARTICLE IV CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of \$ 0.01 cent per value common stock which shall be designated "Common Shares".

ARTICLE V PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

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ARTICLE VI LOCATION

The Street, Address, City, County and State in which the principal offices of the corporation are to be located are 888 CrestView Circle, Weston, Florida 33327. The Board of Directors may from time designate such other address and place for the principal officer of this corporation as it may see fit.

ARTICLE VII INITIAL BOARD OF DIRECTORS

This corporation shall have Two (2) Directors initially. The number of Directors may be increased or diminished from time to time in accordance with By-Laws adopted by the stockholders. The names and address or the initial Board of Directors of this corporation are.

NAME	ADDRESS
Rodrigo Montenegro C President	888 CrestView Circle Weston, Florida. 33327
Gerardo Villafane Secretary	200, S. E. First Street, Suite 602 Miami, FL 33131

ARTICLE VIII SUBSCRIBERS

This name and street address and the number or shares of stock subscribe to by each Person signing these Articles of Corporation are:

NAME	ADDRESS	SHARES
Rodrigo Montenegro C President	888 CrestView Circle Weston, Florida. 33327	5.000
Gerardo Villafane Secretary	200, S. E. First Street, Suite 602 Miami, FL 33131	5.000

ARTICLE IX AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, Proposed by them to the stockholders and approved at a stockholders meeting by a majority of the stock entitled to vote thereon, unless all the Directors and sell the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Corporation be made.

ARTICLE X LIMITATIONS ON CORPORATE STOCK

1. No shareholder can enter into a voting trust agreement or any other type agreement vesting another person with the authority to exercise the voting power of any or all of this stock.
2. If any officer, shareholders, agent or employee of this corporation who has been rendering professional services to the public becomes legally disqualified to render such services within the State of Florida, or is elected to a public officer or accepts employment that, pursuant to existing law, places restrictions or limitations upon his continued rendering of such professional services, he shall sever all employment with, and financial interest in the corporation.
3. No shareholders of the Corporation may sell or transfer his stock in this corporation without the right of priority to present Shareholder.

ARTICLE XI INDEMNIFICATION

The corporation shall indemnify any officer or director, to the full extent permitted by law.

ARTICLE XII DISSOLUTION

The corporation may be dissolved at any time on the affirmative vote or the holders of at least two thirds (2/3) of the outstanding shares of the corporation entitled to vote thereon.

On dissolution the corporate property and assets shall, after payment of all debts of all bidets of the corporation, be distributed to the shareholders pro-rata, each

shareholders to participate in direct proportion to the number of shares held by him.

ARTICLE XIII REGISTERED AGENT

This Street address of the initial registered officer of this corporation 2522 W 72nd ST. Hialeah Gardens, Florida, 33106 and the name of initial registered agent of this corporation at that address is ALEXANDER RAMIREZ.

ARTICLE XIV INCORPORATOR

The name and street address of incorporator to these Articles of corporation

In WITNESS WHEREOF, the undersigned incorporator of
has hereunto set their hand and seal of

Having been name as registered agent and to accept the service.

By



Alexander Ramirez
Incorporator/Registered Agent

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