

P02000054689

May 8, 2002

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

300005507293--5
05/13/02--01085--031
*****87.50 *****87.50

Subject: SMART HOME & THEATER SYSTEMS INC.

Enclosed is an original and one (1) copy of the articles of incorporation and our check for \$87.50.

FROM:

Ron Wagshol, CPA
NAME
6415 Lake Worth Rd., Ste. 302
ADDRESS
Lake Worth, FL 33463
CITY, STATE & ZIP
(561) 357-8877
TELEPHONE NUMBER

FILED
2002 MAY 13 PM 6:50
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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5/14/02

FILED

2002 MAY 13 PM 6:50

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

SMART HOME & THEATER SYSTEMS INC.

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

The name of the corporation shall be:

SMART HOME & THEATER SYSTEMS INC.

ARTICLE II

The principal place of business and mailing address of this Corporation shall be:

419B NE 3rd Street
Boynton Beach, Fl. 33435

ARTICLE III

The number of shares of stock that this corporation is authorized To have outstanding at any one time is:

One thousand (1,000) shares of common stock
(classified for 1244 stock)

ARTICLE IV
INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

David H. Day
330 Boynton Bay Circle
Boynton Beach, Fl. 33435

ARTICLE V
INCORPORATOR(S)

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

David H. Day
330 Boynton Bay Circle
Boynton Beach, Fl. 33435

The undersigned incorporator(s) has(have) executed these Articles Of Incorporation this X 8th day of MAY, 2002.

X David H. Day
Signature

FILED

2002 MAY 13 PM 6:50

SECRETARY OF STATE
TALLAHASSEE FLORIDA

CERTIFICATION OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under The laws of the State of Florida, submits the following statement In designating the registered office/registered, in the State of Florida.

1. The name of the corporation is: ___

SMART HOME & THEATER SYSTEMS INC.

2. The name and adress of the registered agent and office is:

David H. Day
330 Boynton Bay Circle
Boynton Beach, Fl. 33435

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND 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 X



DATE X

MAY 8, 2002