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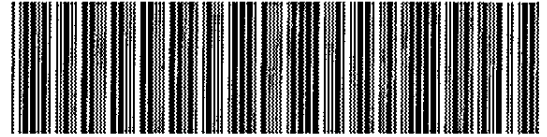
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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TALLAHASSEE, FLORIDA

JH

TRANSMITTAL LETTER

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

SUBJECT: SMC Contracting, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

\$70.00 Filing Fee
 \$78.75 Filing Fee & Certificate of Status

\$78.75 Filing Fee & Certified Copy
 \$87.50 Filing Fee, Certified Copy & Certificate of Status
ADDITIONAL COPY REQUIRED

FROM: Jennifer R. Smith, P.A.
Name (Printed or typed)

6694 Villa Sonrisa Dr. #420
Address

Boca Raton, FL 33433
City, State & Zip

(561) 395-2672
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

OF

COPY

SMC CONTRACTING, INC.

ARTICLE I - NAME

The name of the corporation is **SMC CONTRACTING, INC.** (hereinafter, "Corporation").

ARTICLE II — PRINCIPAL OFFICE

The principal office and mailing address of this corporation is 5690 NW 74th Place, #201, Coconut Creek, Florida 33073.

ARTICLE III— PURPOSE OF CORPORATION

This corporation is organized for the following purposes:

- a. To engage in contracting services.
- b. To own property, enter into contracts, and to carry on any business, necessary or incidental to the accomplishment or furtherance of the purposes or objects of this corporation.

The purpose for which a corporation is authorized must be lawful.

ARTICLE IV- CORPORATE CAPITALIZATION

4.1 The maximum number of shares of stock, which the corporation shall be authorized to issue or have outstanding at any one time, is **ONE THOUSAND (1,000) shares of common stock**, each share having a par value of **ONE DOLLAR (\$1.00)**.

4.2 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, the Board of Director(s) may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Director(s) may deem advisable in connection with such issuance.

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4.3 The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

4.4 The Board of Director(s) of the Corporation may, by Restated Articles of Incorporation, classify and reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations are to dividends, qualifications, or term or conditions of redemption of stock.

ARTICLE V — DIRECTOR(S)

The Director of the Corporation shall be:

Steven Catanzaro
5690 NW 74th Place, #201
Coconut Creek, Florida 33073

ARTICLE VI — INCORPORATOR

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

Steven Catanzaro
5690 NW 74th Place, #201
Coconut Creek, Florida 33073

ARTICLE VII - TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE VIII- REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 5690 NW 74th Place, #201, Coconut Creek, FL 33073 and the name of its initial registered agent at such address is Steven Catanzaro.

ARTICLE IX — BYLAWS

The Board of Director(s) of the Corporation shall have the power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Director(s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of tile Bylaws.

ARTICLE XX — EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

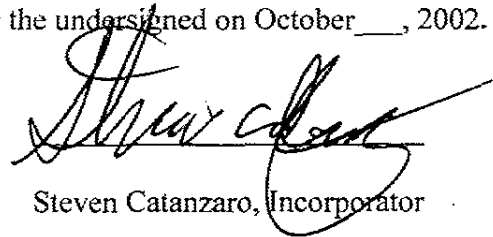
ARTICLE XI - DISSOLUTION

The corporation may be dissolved at any time (1) by unanimous written consent of the shareholders; or (2) on the affirmative vote of the holders of at least two-thirds of the outstanding shares of the corporation entitled to vote. On dissolution, the corporate property and assets shall after payment of all debts of the corporation, be distributed to the shareholders pro rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by each shareholder.

ARTICLE XII - AMENDMENT

The corporation reserves the right to amend, adds to, or repeal any provision contained in these Articles of Incorporation, in the manner consistent with law and in conformity with the provisions set forth in the bylaws.

Executed by the undersigned on October __, 2002.


Steven Catanzaro, Incorporator

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


PURSUANT TO THE PROVISION OF FS SECTION 607.0501 OR FS SECTION 617, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: **SMC Contracting, Inc.**
2. The name and the street address of the registered agent and office is:

**Steven Catanzaro
5690 NW 74th Place, #201
Coconut Creek, Florida 33073**

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TALLAHASSEE, FLORIDA

Having been named as 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 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.

By: 
Steven Catanzaro

Date