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To:  
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Fax Number : (850)205-0381

From:  
Account Name : BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC.  
Account Number : 075350000353  
Phone : (212)431-5000  
Fax Number : (212)431-1441

**FLORIDA PROFIT CORPORATION OR P.A.**

**SMITH MANAGEMENT GROUP, INC.**

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STATE  
TALLAHASSEE FLORIDA



FLORIDA DEPARTMENT OF STATE  
Jim Smith  
Secretary of State

December 2, 2002

BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC.

SUBJECT: SMITH MANAGEMENT GROUP, INC.  
REF: W02000033726

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Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The document number of the name conflict is P97000007124.

An effective date may be added to the Articles of Incorporation if a 2003 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

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Tim Burch  
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ARTICLES OF INCORPORATION  
OF

UNITED SMITH MANAGEMENT GROUP, INC.

STATE OF FLORIDA  
TALLAHASSEE FLORIDA

The undersigned sole incorporator, being a natural person competent to contract and desiring to form a corporation under Title XXXV, Chapter 607 of the revised Florida Statutes, herewith submits the following information:

1. The name of the corporation is:  
*UNITED SMITH MANAGEMENT GROUP, INC.*
2. The duration of the corporation shall be perpetual.
3. The general purpose or purposes for which this corporation is being formed are to include the transaction of any or all lawful business for which corporations may be incorporated under this chapter.
4. The aggregate number of shares which the corporation shall have authority to issue is 200 shares at no par value and of one class.
5. The principal address and mailing address of the corporation will be 7154 North University Drive, Suite 202, Tamarac, Florida 33321.
6. The address of the initial registered office will be 11365 Seagrass Circle, Boca Raton, Florida 33498, and the name of its registered agent at such address is: David Ffizz.
7. The number of directors constituting the initial board of directors is one and the name and address of the person who is to serve as member thereof is as follows: Ziky Smith, 7154 No. University Drive, Suite 202, Tamarac, Florida 33321
8. The name and address of the sole incorporator is:  
*Jean M. Sherett*  
c/o BlumbergExcelsior Corporate Services, Inc.  
62 White Street  
New York, New York 10013

IN WITNESS WHEREOF, the undersigned, as sole incorporator of this Corporation has executed these Articles of Incorporation.

Dated this 5th day of December, 2002.



*Jean M. Sherett*  
Jean M. Sherett  
Incorporator

BlumbergExcelsior Corporate Services, Inc.  
62 White Street, NYC 10013  
(212)431-5000

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I, the undersigned, hereby accept appointment as Registered Agent of *UNITED SMITH MANAGEMENT GROUP, INC.* the above named corporation.

Dated: November 22<sup>nd</sup>, 2002

  
\_\_\_\_\_  
DAVID T. FINN  
Registered Agent

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**Blumberg** *Excelstor Corporate Services, Inc.*  
62 White Street, NYC 10013  
(212)431-5000

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