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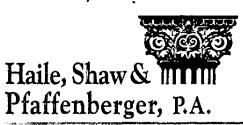


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Attorneys at Law

450 Royal Palm Way ; Sixth Floor Palm Beach, Florida 33480 561.833.5600 ; Fax: 561.833.5604

hsplaw.com

January 31, 2003

Florida Department of State Division of Corporations PO Box 6327 Tallahassee, FL 3234

Re:

Smart Organizing Solutions, Inc.

Dear Sir or Madam:

Enclosed please find one original and one copy of the Articles of Incorporation for the above-referenced corporation, along with our firm check in the amount of \$70.00 to cover the filing fee for same. Please file the original and return the copy to me with your file stamp showing the date of filing in the prepaid postage, self-addressed envelope provided for your convenience.

Please note the effective date of these articles is January 31, 2003.

If you have any questions, please call me at the number listed on this letterhead.

Thank you very much for your assistance in this matter.

Very truly yours,

HAILE, SHAW & PFAFFENBERGER, P.A.

Carmen Torres

Secretary to James H. Schnare II

Enclosures

[EFFECTIVE DATE: JANUARY 33, 2003]

ARTICLES OF INCORPORATION OF SMART ORGANIZING SOLUTIONS, INC.

The undersigned, acting as the Incorporator of a corporation (the "Corporation") under the laws of the State of Florida as contained in the "Florida Business Corporation Act", Chapter 607 of the Florida Statutes, as amended, does hereby adopt the following Articles of Incorporation for the Corporation:

- 1. The name of the Corporation is SMART ORGANIZING SOLUTIONS, INC.
- 2. The initial mailing address of the Corporation is 1037-A Siena Oaks Circle, Palm Beach Gardens, FL 33410.
 - 3. The Corporation shall have perpetual existence.
- 4. The aggregate number of shares which the Corporation shall have authority to issue is One Thousand (1,000) shares of common stock having a par value of One Dollar (\$1.00), all of one class.
- 5. The address of the initial registered office of the Corporation is 1037-A Siena Oaks Circle, Palm Beach Gardens, FL 33410. The Registered Agent at that address is Susan McKemy.
- 6. The name of the Incorporator is Susan McKemy and the Incorporator's address is 1037-A Siena Oaks Circle, Palm Beach Gardens, FL 33410.
- 7. The name and address of the initial Director is Susan McKemy and her address is 1037-A Siena Oaks Circle, Palm Beach Gardens, FL 33410.
- 8. The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any rights conferred upon the shareholders are subject to these reservations.
- 9. The effective date of the Corporation shall be the date of the execution of these Articles of Incorporation by the undersigned, provided these Articles are filed with the Florida Department of State within the time allowed by law.

IN WITNESS WHEREOF, the undersigned has this 31st day of January, 2003 made and subscribed these Articles of Incorporation for the uses and purposes aforesaid.

Susan McKemy, Incorporator

ACCEPTANCE BY REGISTERED AGENT

THE UNDERSIGNED HEREBY accepts her appointment as Registered Agent of the aforesaid Corporation. The undersigned is familiar with, and accepts, the obligations of, Section 607.0505 of the Florida Statutes.

Susan McKenyy