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03 MAR 26 AM 10:26
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Law Office of Joyce S. Gibson Dove

(Requestor's Name)

P.O. Box 10426

(Address)

Tallahassee FL 32302 224-1111

(City, State, Zip)

(Phone #)

OFFICE USE ONLY

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

1. SMS, Inc
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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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

Examiner's Initials



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

March 5, 2003

LAW OFFICE OF JOYCE SIBSON DOVE
P.O. BOX 10426
TALLAHASSEE, FL 32302

(W-I)

SUBJECT: SMS, INC.
Ref. Number: W03000006285

RECEIVED
03 MAR 26 AM 11:30
DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

We have received your document for SMS, INC.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

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

The document number of the name conflict is L02000004856.

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: 603A00013936

ARTICLES OF INCORPORATION
OF
SMS CHEER, INC.
(a for profit corporation)

FILED
03 MAR 26 AM 10:26
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporations For Profit Act, hereby adopts the following Articles of Incorporation:

ARTICLE I -- NAME

The name of the corporation shall be

SMS CHEER, INC.

ARTICLE II -- ADDRESS

The principal place of business and mailing address of the corporation shall be:

SMS CHEER, INC.
901 Bald Eagle Run
Tallahassee, FL 32304

ARTICLE III -- PURPOSES

This corporation is formed for the any and all purposes as allowed under Chapter 607, Florida Statutes.

ARTICLE IV -- POWERS

This corporation may exercise any and all powers as are in furtherance of the purposes of its organization and as are enumerated in Chapter 607, Florida Statutes(2001).

ARTICLE V -- SHARES

A. The number of shares that this corporation is authorized to have outstanding at any one time is 1,000 shares of stock, all of which shall be common shares and which shall have a par value of

\$1.00 (1 dollar).

B. Shareholders of this corporation shall have a preemptive right to acquire the corporation's unissued shares, as provided by Florida law.

C. No shareholder shall sell or assign ownership of shares in this corporation without offering such shares first to the other shareholders, in order of the seniority of their holdings in the corporation. This restriction shall be noted on all issued shares of the corporation.

ARTICLE VI -- REGISTERED AGENT

The name and address of the initial registered agent of the corporation is Joyce Sibson Dove, Attorney at Law, 203 N. Franklin Blvd. Tallahassee, Florida 32301.

ARTICLE VII -- INCORPORATOR

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

SMS CHEER, INC.
901 Bald Eagle Run
Tallahassee, Fl 32304

ARTICLE VIII -- DIRECTORS

The number of directors constituting the initial board of directors of the corporation is three, and the names and addresses of the persons who are to serve as directors until the first annual meeting of members or until their successors are elected and shall

qualify are:

NAME	ADDRESS
Staci Sutton	901 Bald Eagle Run Tallahassee, Fl 32304
Debra Lombardi	703 San Estaban Ave Altamonte Springs, FL 32714
Anthony Lombardi	1806 Fairview Shores Dr Orlando, FL 32804

The directors shall be elected in the manner which is prescribed in the bylaws. The number of directors may be increased by provision in the bylaws.

ARTICLE IX -- AMENDMENTS

Amendments to these Articles shall be adopted by a vote of two thirds of the directors present at a meeting called for that purpose as provided for in the By-Laws.

ARTICLE X -- DISSOLUTION

Upon dissolution of the Corporation, assets shall be distributed as allowed in the By-laws.

The undersigned has executed these Articles of Incorporation this March 3, 2003 and they are effective March 3, 2003.

FOR THE CORPORATION, ^{CHEER}
SMS, Inc.:


Incorporator Staci Sutton

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of Florida, submits the following statement in designating the registered agent in the state of Florida.

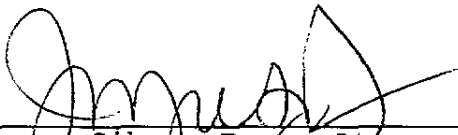
1. Name and Address of Corporation for business and mailing:

SMS CHEER, INC.
901 Bald Eagle Run
Tallahassee, Fl 32304

2. Name and Address of Registered Agent:

Joyce Sibson Dove, Attorney
203 N. Franklin Boulevard
Tallahassee, Florida 32301

Having been named as registered agent and to accept service of process for the above stated for profit 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 provision 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.



Joyce Sibson Dove, Attorney at Law
Florida Bar # 0938858

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03 MAR 26 AM 10:26
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TALLAHASSEE FLORIDA