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EFFECTIVE DATE
10-31-03

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

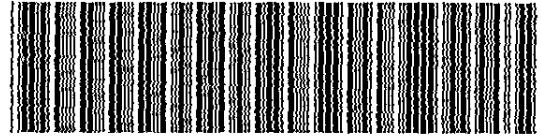
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

KNOWLTON H. SHELNUT, JR., P.A.
ATTORNEY AT LAW

BELVEDERE PROFESSIONAL CENTER
1525 SOUTH FLORIDA AVENUE, SUITE 1
LAKELAND, FLORIDA 33803

October 31, 2003

POST OFFICE BOX 2436
LAKELAND, FLORIDA 33806-2436
TELEPHONE (883) 683-7868
FAX (883) 683-8172

VIA FEDERAL EXPRESS
AIRBILL NO. 8333 5153 8445

Division of Corporations
FLORIDA DEPARTMENT OF STATE
409 East Gaines Street
Tallahassee, Florida 32399

Re: Smart Consignment, Inc.

Ladies and Gentlemen:

Enclosed for filing are the original and one (1) copy of the Articles of Incorporation of the above corporation. Also enclosed is a check in the amount of \$87.50 in payment of the following:

1.	Filing Fee	\$35.00
2.	Designation of Registered Agent	35.00
3.	Certified copy	8.75
4.	Certificate of Status	<u>8.75</u>
		<u>\$87.50</u>

Please send the certified copy and Certificate of Status to the undersigned at your earliest convenience.

Thank you for your assistance and cooperation.

Very truly yours,



Knowlton H. Shelnut, Jr.

KHS/lhs
Enclosures

pc: Smart Consignment, Inc.
(with copy of Articles)
pc: Charles Smallheer, C.P.A.
(with copy of Articles)

EFFECTIVE DATE
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
SMART CONSIGNMENT, INC.

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation is SMART CONSIGNMENT, INC.

ARTICLE II - DURATION

This corporation shall have a perpetual existence, commencing on the date of execution and acknowledgement of these Articles of Incorporation on October 31, 2003.

ARTICLE III - PURPOSES

The general purposes for which this corporation is organized are to engage in and transact any and all lawful acts, activities and businesses for which a corporation may be incorporated under the Florida Business Corporation Act, and to do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue ten thousand (10,000) shares of \$.10 par value common stock, which shares shall be of a single class.

ARTICLE V - PREEMPTIVE RIGHTS

This corporation elects to have preemptive rights.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation in the State of Florida is 832 South Florida Avenue, Lakeland, Polk County, Florida, and the mailing address of this corporation's principal office is 832 South Florida Avenue, Lakeland, Florida, 33801. The name of the initial registered agent of this corporation at the above street address is H. Guy Smith.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall initially have one (1) director. The number of directors may be either increased or diminished from time to time by the By-Laws of this corporation, but shall never be less than one (1). The name and address of the initial director of this corporation are:

H. Guy Smith	832 South Florida Avenue Lakeland, Florida, 33801
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ARTICLE VIII - INCORPORATOR

The name and street address of the incorporator to these Articles are:

H. Guy Smith	832 South Florida Avenue Lakeland, Florida, 33801
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ARTICLE IX - POWERS

This corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, including, without limitation, all of the corporate powers enumerated in the Florida Business Corporation Act.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend, alter, change or delete any provision contained in these Articles of Incorporation, or any amendment hereto, in the manner now or hereafter prescribed by the Florida Business Corporation Act, and any right conferred upon shareholders herein is granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 31st day of October, 2003.

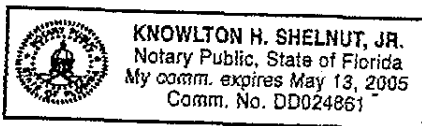

H. GUY SMITH, Incorporator

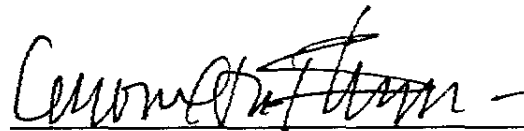
STATE OF FLORIDA)

COUNTY OF POLK)

The foregoing instrument was acknowledged before me on this 31st day of October, 2003, by **H. GUY SMITH**, as the "Incorporator," who either ☒ is personally known to me or [] produced a current Florida driver's license as identification.

(AFFIX NOTARIAL STAMP
OR SEAL BELOW)




Print: KNOWLTON H. SHELNU, JR.
NOTARY PUBLIC
State of Florida at Large
My Commission No. _____
My Commission Expires: _____

**CERTIFICATE OF DESIGNATION
OF
REGISTERED AGENT AND REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501 of the Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, hereby submits the following statement in designating the registered office and registered agent of this corporation in the State of Florida:

1. The name of this corporation is SMART CONSIGNMENT, INC.
2. The name and street address of the registered agent and registered office of this corporation are:

H. Guy Smith
832 South Florida Avenue
Lakeland, Florida, 33801

Dated this 31st day of October, 2003.

SMART CONSIGNMENT, INC.
a Florida corporation

By: _____

H. GUY SMITH
Its President

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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REGISTERED AGENT ACKNOWLEDGMENT

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 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.

Dated this 31st day of October, 2003.

REGISTERED AGENT