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Florida Department of State
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To:

Division of Corporations
Fax Number : (850) 205-0381

EFFECTIVE DATE
07/19/2004

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

FLORIDA PROFIT CORPORATION OR P.A.

strategic marketing & resource technology, inc.

Certificate of Status	0
Certified Copy	1
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TALLAHASSEE, FLORIDA

7/21/04



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

July 21, 2004

EMPIRE CORPORATE KIT COMPANY

SUBJECT: STRATEGIC MARKETING & RESOURCE TECHNOLOGY, INC.
REF: W04000027882

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

You must list at least one incorporator with a complete business street address.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

If you have any further questions concerning your document, please call (850) 245-6973.

Claretha Golden
Document Specialist
New Filings Section

FAX Aud. #: E04000149289
Letter Number: 704200046114

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

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(3)

ARTICLES OF INCORPORATION
OF
STRATEGIC MARKETING & RESOURCE TECHNOLOGY, INC.

ARTICLE I - NAME

The name of this Corporation is Strategic Marketing & Resource Technology, Inc.

ARTICLE II - DURATION

This Corporation shall have perpetual existence commencing on July 19, 2004.

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue One Thousand (1,000) shares of \$1.00 par value common stock.

ARTICLE V - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale of any new stock of this Corporation of the same kind, class or series as that which it already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII - INITIAL REGISTERED OFFICE, AGENT AND PRINCIPLE OFFICE

The street address of the initial registered office of this Corporation is 723 S.W. 4th Place, Fort Lauderdale, Florida 33312 and the name of the initial registered agent of this Corporation at that address is Ronald Gonsalves. The street address of the principle office is 723 S.W. 4th Place, Fort Lauderdale, Florida 33312.

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ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) Director initially. The number of Directors may be either increased or diminished from time to time by the by-laws, but shall never have less than one (1). The name and address of the initial Director of this Corporation is:

Ronald Gonsalves
723 S.W. 4th Place
Fort Lauderdale, Florida 33312

ARTICLE IX - INCORPORATOR

The name(s) and address(es) of the person(s) signing these Articles is (are):

Ronald Gonsalves
723 S.W. 4th Place
Fort Lauderdale, Florida 33312

ARTICLE X - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the Shareholders is subject to this reservation.

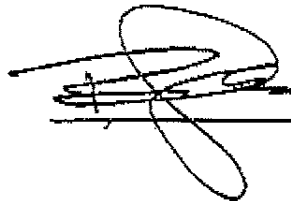
ARTICLE XI - BY-LAWS

The power to adopt, alter, amend or repeal By-laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE XII - INDEMNIFICATION

The Corporation shall indemnify any Officer or Director or any former Officer or Director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned have executed these Article of Incorporation on this 19th day of July, 2004.



STATE OF FLORIDA

COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 19th day of July, 2004, by Ronald Gonsalves who is personally known to me or who has produced a driver's license as identification and who did take an oath.

sign

Ruth Jones

print

Ruth Jones

State of Florida at Large
My Commission Expires:



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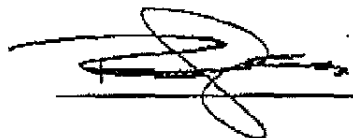
CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091 of the Florida Statutes, the following is submitted in compliance with said Act:

First: Strategic Marketing & Resource Technology, Inc. desiring to be organized under the laws of the State of Florida, with its registered office as indicated in the Articles of Incorporation in the City of Fort Lauderdale, County of Broward, State of Florida, has named Ronald Gonsalves, whose business office is located at 723 S.W. 4th Place, Fort Lauderdale, Florida 33312 as its registered agent to accept service of process within this State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.



DEPARTMENT OF
TALLAHASSEE, FLORIDA

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