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

From:  
Account Name : PARCORP SERVICES, LTD.  
Account Number : I19990000011  
Phone : (800) 603-2533  
Fax Number : (800) 398-0461

FLORIDA PROFIT CORPORATION OR P.A.

SMART INVESTMENT HOLDINGS INC.

Certificate of Status	0
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Fax Audit No. (((H04000182859 3)))

**STATE OF FLORIDA  
ARTICLES OF INCORPORATION OF  
SMART INVESTMENT HOLDINGS INC.**

**FIRST:** The corporate name that satisfies the requirements of Section 607.0401 is:  
"SMART INVESTMENT HOLDINGS INC."

**SECOND:** The street address of the initial principal office of the corporation shall be 18100 N. Bay Road #606, Sunny Isles, FL 33160, and the mailing address of the corporation shall be the same.

**THIRD:** The corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

**FOURTH:** The number of shares the corporation is authorized to issue is 1,000 shares of common stock having No Par Value per share.

**FIFTH:** The street address of the initial registered office of the corporation 18100 N. Bay Road #606, Sunny Isles, FL 33160, and the name of its initial registered agent at such address is: Andrey Lischina.

**SIXTH:** This corporation is to exist perpetually.

**SEVENTH:** The number of Directors constituting the initial Board of Directors of the Corporation is two (2), and the name(s) and address(es) of the person(s) whois/ are to serve as Director(s) until the first annual meeting of the Shareholders or until their successors are elected and qualify is/are:

Andrey Lischina, 18100 N. Bay Road #606, Sunny Isles, FL 33160  
Sergiy Serdyuk, 4236 Kayla Lane, Northbrook, IL 60062

**EIGHTH:** The name and street address of the incorporator to these Articles of Incorporation:


David L. Surina, 931 W. 75th Street, Ste. 137-317, Naperville, IL 60565

**IN WITNESS WHEREOF**, the undersigned has executed these Articles of Incorporation this 8th day of September, 2004.

**Preparer Info:**

David L. Surina / Parcorp Services, Ltd.  
931 W. 75th Street, Ste. 137-317  
Naperville, IL 60565

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David L. Surina, Incorporator

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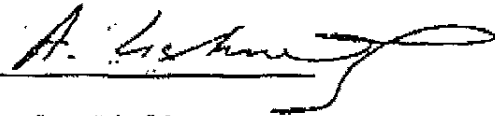
**ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION**

**SMART INVESTMENT HOLDINGS INC.**

Acceptance by the Registered Agent as required in section 607.0501 (3)  
F.S.: Andrey Lischina, is familiar with and accepts the obligations provided  
for in Section 607.0505.

Dated: September 8, 2004

BY



Andrey Lischina

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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