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TALLAHASSEE, FLORIDA

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: SMART INVESTOR, INC.

DOCUMENT NUMBER: P04000137441

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

JORGE CLEMENT
(Name of Contact Person)

SMART INVESTOR, INC.
(Firm/ Company)

501 KNIGHTS RUN AVENUE, SUITE 1202
(Address)

TAMPA, FL 33602
(City/ State and Zip Code)

For further information concerning this matter, please call:

JORGE CLEMENT at (786) 357-3199
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

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|---|---|--|--|

Mailing Address
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
06 AUG 15 AM 10:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SMART INVESTOR, INC.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment (s) adopted: (indicate article number(s) being amended, added, or deleted)

ARTICLE "II" THE PRINCIPAL PLACE OF BUSINESS ADDRESS.

CHANGE CURRENT PRINCIPAL ADDRESS: 3818 WEST 16 AVE
HIALEAH, FL 33012

ADD NEW PRINCIPAL ADDRESS: 501 KNIGHTS RUN AVENUE
SUITE 1202
TAMPA, FL 33602

SECOND: Amendment (s) adopted: (indicate article number(s) being amended, added, or deleted)

ARTICLE "II" THE PRINCIPAL PLACE OF BUSINESS ADDRESS.

CHANGE CURRENT MALING ADDRESS: 3818 WEST 16 AVE
HIALEAH, FL 33012

ADD NEW MALING ADDRESS: 501 KNIGHTS RUN AVENUE
SUITE 1202
TAMPA, FL 33602

THIRD: Amendment (s) adopted: (indicate article number(s) being amended, added, or deleted)

ARTICLE "V" THE NAME AND FLORIDA STREET ADDRESS OF THE REGISTERED AGENT.

DELETE CURRENT REGISTERED AGENT: RAUL ALBA
3818 WEST 16 AVE
HIALEAH, FL 33012

ADD NEW REGISTERED AGENT: JORGE E CLEMENT
501 KNIGHTS RUN AVENUE
SUITE 1202
TAMPA, FL 33602

FOURTH: Amendment (s) adopted: (indicate article number(s) being amended, added, or deleted)

ARTICLE "VII" OFFICER(S) AND/OR DIRECTOR(S) OF THE CORPORATION.

DELETE CURRENT PRESIDENT: RAUL ALBA
3818 WEST 16 AVE
HIALEAH, FL 33012

ADD NEW PRESIDENT: JORGE E CLEMENT
501 KNIGHTS RUN AVENUE
SUITE 1202
TAMPA, FL 33602

FIFTH: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

JORGE CLEMENT PRESIDENT 100%

SIXTH: The date of each amendment's adoption: July 6th, 2006

SEVENTH: Adoption of Amendment (s) (CHECK ONE)

- The amendment (s) was/were approved by the shareholders. The number of votes cast for the amendment (s) was/were sufficient for approval.
- The amendment (s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment (s):

“The number of votes cast for the amendment (s) was/were sufficient for approval by _____.”
Voting group

- The amendment (s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment (s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 14 day of July, 20 06.

Signature _____

(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholder)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Jorge E. Clement

Typed or printed name

Vice President.

Title

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, I HEREBY AM FAMILIAR WITH AND ACCEPT THE DUTIES AND RESPONSABILITIES AS REGISTERED AGENT AND PRESIDENT OF SAID CORPORATION, AND I HEREBY WITH THE PROVISIONS OF ALL STATUTES TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE

A handwritten signature in black ink, appearing to be 'A. B.', written over a horizontal line.

DATE

8/14/06