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To:

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

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0639
Fax Number : (305) 716-0346

Is

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FLORIDA PROFIT CORPORATION OR P.A.

SMART P.O.S., INC.

Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

October 19, 2004

FAS-T CORP. AGENTS, INC.

SUBJECT: SMART P.O.S., INC.
REF: W04000038415

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.

The document must state the number of shares of authorized stock.

We need to know the total number of shares not a present.

An effective date may be added to the Articles of Incorporation if a 2005 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

If you have any further questions concerning your document, please call (850) 245-6928.

Tim Burch
Document Specialist
New Filings SectionFAX Aud. #: W04000207973
Letter Number: 704200059955

ARTICLES OF INCORPORATION
OF

THE UNDERSIGNED INCORPORATOR(S) , FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA GENERAL CORPORATION ACT, HEREBY ADOPT(S) THE FOLLOWING ARTICLES OR INCORPORATION.

ARTICLE I NAME

THE NAME OF THE CORPORATION SHALL BE:

SMART P.O.S., INC.

THE PRINCIPAL PLACE OF BUSINESS OF THIS CORPORATION SHALL BE:
917 NW 134 AVE. MIAMI, FL 33182

ARTICLE II NATURE OF BUSINESS

THIS CORPORATION MAY ENGAGE IN OR TRANSACT ANY OR ALL LAWFUL ACTIVITIES OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATE OF FLORIDA, OR ANY OTHER STATE , COUNTRY , TERRITORY OR NATION.

ARTICLE III CAPITAL STOCK

THE AGGREGATE NUMBER OF SHARES OF STOCK AND ITS VALUE THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS:

100 SHARES of 1.00 PAR Value

ARTICLE IV TERM OF EXISTENCE

THIS CORPORATION IS TO EXIST PERPETUALLY.

ARTICLE V OFFICERS DIRECTORS

THE NAME(S) AND STREET ADDRESS(ES) OF THE INITIAL OFFICER(S) AND DIRECTOR(S), IF ANY, WHO SHALL HOLD OFFICE THE FIRST YEAR OF THE CORPORATION'S EXISTENCE OR UNTIL THEIR SUCCESSOR(S) IS (ARE) ELECTED, IS (ARE):

JAIME S RAMIREZ (PRESIDENT) 917 NW 128 PLACE MIAMI, FL 33184
JOAQUIN LONDOÑO (SECRETARY) 14992 SW 59 ST MIAMI, FL 33189

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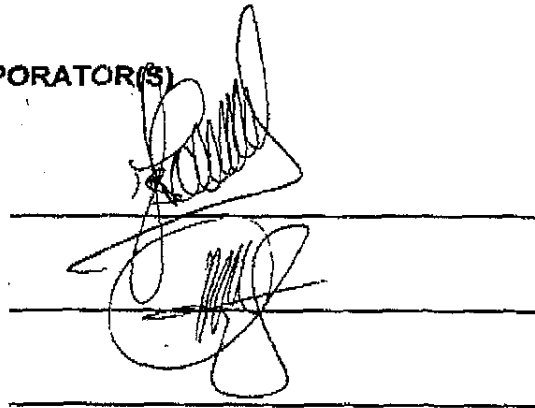
ARTICLE VI INCORPORATOR(S)

THE NAME(S) AND STREET ADDRESS(ES) OF THE INCORPORATOR(S) TO THIS ARTICLES OF INCORPORATION IS (ARE):

**JAIME STUARD RAMIREZ 917 NW 134 PLANE. MIAMI, FL 33182
JOAQUIN LONDOÑO 14992 SW 59 STREET. MIAMI, FL 33189**

**IN WITNESS WHERE OF, THE UNDERSIGNED INCORPORATOR(S) HAS
(HAVE) EXECUTED THESE ARTICLES OF INCORPORATION THIS, 18 DAY
OF OCTOBER 2004**

SIGNATURE(S) OF INCORPORATOR(S)

The block contains two handwritten signatures in black ink. The first signature, located above the top horizontal line, is for Jaime Stuard Ramirez. The second signature, located between the middle and bottom horizontal lines, is for Joaquin Londoño. Both signatures are stylized and cursive.

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE
PURSUANT TO THE PROVISIONS OF SECTION 607.325, FLORIDA
STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE
LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING
STATEMENT, IN THE STATE OF FLORIDA.

1. THE NAME OF THE CORPORATION:

SMART P.O.S., INC.

2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND
OFFICE IS: JAIME STUARD RAMIREZ
917 NW 134 AVE.
MIAMI, FL 33182

SIGNATURE: 

PRESIDENT
10/18/04

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE
ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS
CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I
FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL
STATUTES RELATIVE TO THE PROPER AND COMPLETE
PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND
OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE 

10/18/04

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STATE OF FLORIDA
MIAMI, FLORIDA