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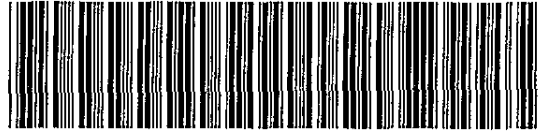
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05 FEB -4 PM 2:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

D. WHITE FEB 14 2005

322 Cassia Drive
Davenport, FL 33897
February 3, 2005

Department of State
Division of Corporations
409 East Gaines Street
P.O. Box 6327
Tallahassee, FL 32399

SUBJECT: VENUE SMART CORPORATION

Enclosed are an original and two (2) copies of the Articles of Incorporation and a check for Eighty Seven & 50/100 Dollars (\$87.50) for Filing Fees and a Certified Copy & Certificate of Status for the subject incorporation.

From: Rocco Mazzella
322 Cassia Dr.
Davenport, FL 33897

**ARTICLES OF INCORPORATION
OF
VENUE SMART CORPORATION**

(In compliance with The Florida Statutes, Title XXXVI, Chapter 607)

FILED
05 FEB -4 PM 2:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, natural persons, competent to contract, do hereby form a Corporation for profit under the laws of the State of Florida.

ARTICLE I – NAME. The name of the Corporation is VENUE SMART CORPORATION

ARTICLE II – PRINCIPAL OFFICE. The mailing address for the Corporation is:

322 Cassia Dr.
Davenport, FL 33897

ARTICLE III – PURPOSE. This Corporation is organized to engage in planning, logistics and clean-up for special events and venues and to provide consulting and advisory services work in connection with the organization, operation, management and performance of industrial and commercial business enterprises and events and venues. To manage, provide management or supervise all or part of any business enterprise. To contract or arrange with any corporation, association, partnership or individual for management, conduct, operation, and supervision of all kinds of activities and businesses. To advertise, promote, merchandise, and otherwise sell the services authorized herein. To enter into and carry out agency or joint arrangements with other persons, firms, or corporations

engaged in like or similar activities; and generally to exploit the services and objects of the Corporation by all lawful means; and to acquire, by purchase, lease, manufacture, or otherwise, any personal property deemed necessary or useful in the equipment, furnishing, improvement, development or management of any property, real or personal, at any time owned, held or occupied by the Corporation and to invest, trade and deal in any personal property deemed beneficial to the Corporation, and to encumber or dispose of any personal property at any time owned or held by the Corporation, and to do every other act or thing incidental or pertinent to or growing out of or connected with the aforesaid purpose and in addition, to engage in any other business or businesses permitted under the laws of the United States of America or the State of Florida.

ARTICLE IV – SHARES. The maximum number of shares of stock authorized to be issued by this Corporation is one million (1,000,000) shares of capital stock of par value One Cent (\$0.01), all of which shall have the same rights and privileges.

Each share of stock shall entitle the holder thereof to one (1) vote at any stockholder meeting and otherwise to participate in all such meetings and the assets of the Corporation. The stock shall be issued for such consideration as may be determined by the Board of Directors, which shall have a value at least equal to the full par value of said shares. The stock may be paid for in lawful money of the United States of America, or in property, labor or services.

ARTICLE V – INITIAL OFFICERS/DIRECTORS. This Corporation shall have three (3) Directors initially. The number of Directors may be either increased or decreased from time to time by the By-Laws, but shall never be less than one (1). The names and addresses for the initial Directors of this Corporation are:

Robert Joens
66 Pine Forest Dr.
Haines City, FL 33844

Eric Acevedo
75 Battler St.
Orlando, FL 32828

Rocco Mazzella
322 Cassia Dr.
Davenport, FL 33897

This Corporation shall have the officers described in its bylaws or appointed by the board of directors in accordance with the bylaws. Each officer has the authority and shall perform the duties set forth in the bylaws or, to the extent consistent with the bylaws, the duties prescribed by the board of directors or by direction of any officer authorized by the bylaws or the board of directors to prescribe the duties of other officers.

The initial Officers of this Corporation are:

Robert Joens who shall serve as: President and Treasurer of the Corporation,

and

Rocco Mazzella who shall serve as: Vice President and Secretary of the Corporation

and

Eric Acevedo who shall serve as: Vice President of the Corporation.

ARTICLE VI – INDEMNIFICATION. The Corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

ARTICLE VII – AMENDMENT. This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE VIII – REGISTERED AGENT. The name and Florida street address of the Registered Agent for this Corporation is:

Rocco Mazzella
322 Cassia Dr.
Davenport, FL 33897

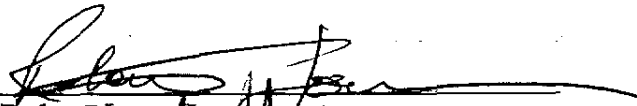
ARTICLE IX – INCORPORATORS. The names and addresses of the persons signing these Articles of Incorporation are:

Robert Joens
66 Pine Forest Dr.
Haines City, FL 33844


Rocco Mazzella
322 Cassia Dr.
Davenport, FL 33897

Eric Acevedo
75 Battler St.
Orlando, FL 32828

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA


Robert Joens/Incorporator

2/3/05
Date

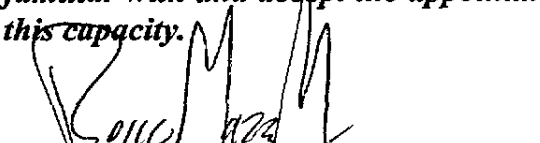

Rocco Mazzella/Incorporator

2/3/05
Date


Eric Acevedo/Incorporator

2/3/05
Date

Having been named as Registered Agent to accept service of process for VENUE SMART CORPORATION at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Rocco Mazzella, Registered Agent

2/3/05
Date