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06 JAN 27 PM 1:17
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FLORIDA PROFIT/NON PROFIT CORPORATION

VERY SMART TECHNOLOGY, INC.

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ARTICLES OF INCORPORATION

CLERK OF STATE
TALLAHASSEE, FLORIDA

OF

VERY SMART TECHNOLOGY, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be: VERY SMART TECHNOLOGY, INC.

The address of the principal office of this corporation shall be 12856 SW 67th Terrace, Miami, Florida 33183, and the mailing address shall be the same.

ARTICLE II. NATURE OF BUSINESS

This 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.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 1805 Brickell Avenue, #A-207, Miami, Florida 33129, and the name of the initial registered agent of the corporation at the address is Leslie Alan Schero, Esq.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

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ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The number of directors may be increased by minutes authorizing such increase. The name and street address of the initial member of the Board of Directors is:

| | |
|-----------------|-----------------------------------|
| Ronald Jacobson | 12856 SW 67 th Terrace |
| | Miami, Florida 33183 |

ARTICLE VII. OFFICERS

The name and address of the initial officer of the corporation who shall hold office for the first year of the corporation, or until her successors is elected or appointed is:

| | |
|------------------------|-----------------------------------|
| Ronald Jacobson | 12856 SW 67 th Terrace |
| President/ | Miami, Florida 33183 |
| Secretary/ | |
| Sole Corporate Officer | |

The number of officers may be increased by minutes authorizing such increase.

ARTICLE VIII. INCORPORATOR

The name and street address of the initial incorporator to these Articles of Incorporation is

Leslie Alan Schere, Esq.
1865 Brickell Avenue, Suite A-207
Miami, Florida 33129-1626

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal, on the

[SIGNATURE PAGE CONTINUES ON NEXT PAGE]

H06000023946

FROM : LAZARUS

FAX NO. : 3052201440

Jan. 27 2006 12:23PM P4

H06000023940

____ day of January 2006.


Leslie Alan Schere

H06000023940

FROM : LAZARUS

FAX NO. : 3052201440

Jan. 27 2006 12:23PM P5

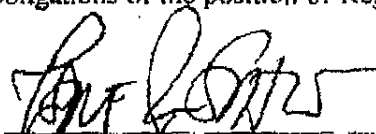
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**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

CLERK OF STATE
TALLAHASSEE, FLORIDA

Leslie Alan Schere, Esq. having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.



Leslie Alan Schere

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