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Florida Department of State  
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**DOMESTICATION**

**Smart Vendor, Inc.**

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TALLAHASSEE, FLORIDA

**CERTIFICATE OF DOMESTICATION  
OF  
SMART VENDOR, INC.**

The undersigned, Paul Cusack, CEO of Smart Vendor, Inc., a foreign corporation (the "Corporation"), in accordance with s. 607.1801, Florida Statutes, does hereby certify:

1. The date on which the Corporation was first formed was November 3, 2006.
2. The jurisdiction where the Corporation was first formed, incorporated, or otherwise came into being was the State of Arizona.
3. The name of the Corporation immediately prior to the filing of this Certificate of Domestication was Smart Vendor, Inc.
4. The name of the Corporation, as set forth in its articles of incorporation, to be filed pursuant to s. 607.0202 and 607.0401, Florida Statutes, with this Certificate of Domestication is Smart Vendor, Inc.
5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the Corporation, or any other equivalent jurisdiction under applicable law, immediately before the filing of this Certificate of Domestication was the State of Arizona.
6. Attached are Florida Articles of Incorporation for the Corporation to complete the domestication requirements pursuant to s.607.1801, Florida Statutes.

I am the CEO of the Corporation and am authorized to sign this Certificate of Domestication on behalf of the Corporation, and have done so this 31 day of August, 2007.

  
\_\_\_\_\_  
PAUL CUSACK

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**ARTICLES OF INCORPORATION  
OF  
SMART VENDOR, INC.**

**ARTICLE I**

**Name**

The name of the Corporation is Smart Vendor, Inc.

**ARTICLE II**

**Principal Office**

The street address and mailing address of the principal office of the Corporation is 4203 Vineland Road, Suites K5 & K6, Orlando, Florida 32811.

**ARTICLE III**

**Corporate Purposes, Powers and Rights**

1. The nature of the business to be conducted or promoted and the purposes of the Corporation are to engage in any lawful act for which corporations may be organized under the Florida Business Corporation Act.
2. In furtherance of its corporate purposes, the Corporation shall have all of the general and specific powers and rights granted to and conferred on a corporation by the Florida Business Corporation Act.

**ARTICLE IV**

**Capital Stock**

The total number of shares of stock that the Corporation has the authority to issue is two million (2,000,000) shares.

**ARTICLE V**

**Initial Registered Agent and Office**

The name and street address in the State of Florida of the registered agent of the Corporation is Tim Shaw at 4203 Vineland Road, Suites K5 & K6, Orlando, Florida 32811.

**ARTICLE VI**

**Incorporator**

The name and address of the incorporator of the Corporation is Paul Cusack at 13420 Bonica Way, Windermere, Florida 34786.

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The undersigned, for purposes of forming or domesticating a corporation under the laws of the State of Florida, does make, file and record these Articles of Incorporation, and does certify that the facts herein stated are true; and I have accordingly hereunto set my hand and seal.

Dated: August 31, 2007.

INCORPORATOR:


  
PAUL CUSACK

**REGISTERED AGENT ACCEPTANCE**

Having been named registered agent and to accept service of process for the above stated Corporation, at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and the obligations to act in such capacity.

Dated: August 31, 2007.

REGISTERED AGENT:

  
TIM SHAW

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