

**Electronic Articles of Incorporation
For**

P08000030207
FILED
March 24, 2008
Sec. Of State
shawkes

SMARTPASS, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

SMARTPASS, INC.

Article II

The principal place of business address:

6992 SW 39TH STREET
SUITE I-106
DAVIE, FL. US 33314

The mailing address of the corporation is:

6992 SW 39TH STREET
SUITE I-106
DAVIE, FL. US 33314

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

1,000 SHARES AT \$1.00 PAR VALUE

Article V

The name and Florida street address of the registered agent is:

SILVA'S ENTERPRISE, INC.
5220 S UNIVERSITY DR
SUITE C-102
DAVIE, FL. 33328

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: FERNANDO SILVA

Article VI

The name and address of the incorporator is:

SILVA'S ENTERPRISE, INC.
5220 S UNIVERSITY DR
SUITE C-102
DAVIE, FL 33328

Incorporator Signature: FERNANDO SILVA

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: PD
HERNAN A GONZALEZ
6992 SW 39TH STREET SUITE I-106
DAVIE, FL. 33314 US

Title: VPS
JENNIFER M RODRIGUEZ
6992 SW 39TH STREET SUITE I-106
DAVIE, FL. 33314 US

Article VIII

The effective date for this corporation shall be:

03/24/2008