

P10 000042175

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

G. MCLEOD

Office Use Only

MAY 17 2010

EXAMINER



700180208117

05/06/10--01039--002 **122.50

RECEIVED
SECRETARY OF STATE
DIVISION OF CORP. SERVICES
10 MAY 14 PM 1:54

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Smart Marketing Concepts, Inc.

Name of Resulting Florida Profit Corporation

The enclosed Certificate of Conversion, Articles of Incorporation, and fees are submitted to convert an "Other Business Entity" into a "Florida Profit Corporation" in accordance with s. 607.1115, F.S.

Please return all correspondence concerning this matter to:

Mayra Harley

Contact Person

Smart Marketing Concepts

Firm/Company

120 E. State Street, Suite 104

Address

Oldsmar, FL 34677

City, State and Zip Code

mayra@smartmarketingconcepts.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Mayra Harley

Name of Contact Person

at (813)

Area Code and Daytime Telephone Number

789-2733

Enclosed is a check for the following amount:

- ☐ \$105.00 Filing Fees ☐ \$113.75 Filing Fees and Certificate of Status ☐ \$113.75 Filing Fees and Certified Copy ☒ \$122.50 Filing Fees, Certified Copy, and Certificate of Status

STREET ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
10 MAY 14 PM 1: 54

Certificate of Conversion
For
"Other Business Entity"
Into
Florida Profit Corporation

This Certificate of Conversion **and attached Articles of Incorporation** are submitted to convert the following **"Other Business Entity"** into a **Florida Profit Corporation** in accordance with s. 607.1115, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:

Smart Marketing Concepts, LLC

Enter Name of Other Business Entity

2. The "Other Business Entity" is a limited liability company
(Enter entity type. Example: limited liability company, limited partnership,
general partnership, common law or business trust, etc.)

first organized, formed or incorporated under the laws of Florida
(Enter state, or if a non-U.S. entity, the name of the country)

on August 1, 2009
Enter date "Other Business Entity" was first organized, formed or incorporated

3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated:

4. The name of the Florida Profit Corporation as set forth in the **attached Articles of Incorporation**:

Smart Marketing Concepts, Inc.

Enter Name of Florida Profit Corporation

5. If not effective on the date of filing, enter the effective date: _____
(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; **AND** 2) must be the same as the effective date listed in the attached Articles of Incorporation, if an effective date is listed therein.)

Signed this 3 day of May, 2010.


Required Signature for Florida Profit Corporation:

Signature of Chairman, Vice Chairman, Director, Officer, or, if Directors or Officers have not been selected, an Incorporator: Smart Marketing Concepts, Inc.

Printed Name: Mayra I. Harley Title: President

Required Signature(s) on behalf of Other Business Entity: [See below for required signature(s).]

Signature: 
Printed Name: Mayra I. Harley Title: CEO

Signature: 
Printed Name: Michael J. Harley Title: President

Signature: 
Printed Name: Douglas R. Dubay Title: CTO

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

If Florida General Partnership or Limited Liability Partnership:

Signature of one General Partner.

If Florida Limited Partnership or Limited Liability Limited Partnership:

Signatures of ALL General Partners.

If Florida Limited Liability Company:

Signature of a Member or Authorized Representative.

All others:

Signature of an authorized person.

Fees:

Certificate of Conversion:	\$35.00
Fees for Florida Articles of Incorporation:	\$70.00
Certified Copy:	\$ 8.75 (Optional)
Certificate of Status:	\$ 8.75 (Optional)

ARTICLES OF INCORPORATION

In compliance with Chapters 607, F.S Know as The Florida Business Corporation Act (For Profit)

ARTICLE I **NAME AND PURPOSE**

The name of the Corporation shall be **Smart Marketing Concepts, Inc.** This Corporation is organized for the purpose of transacting any and all lawful business authorized and not prohibited by law of the United States of North America, the Florida Business Corporation Act or 607, F.S., as these may be from time to time amended and under the special provisions of the United States of North America Internal Revenue Code Sections 1202, 1244 and 1372 as amended from time to time. The Corporation shall pursue and create for and on behalf of its shareholders and or investors, subsidiaries and or branches in any and all fifty (50) states of the North American Union and in any foreign country as the Board of Directors may, from time to time, may determine.

ARTICLE II **INITIAL PRINCIPAL PLACE OF BUSINESS**

The initial principal place of business and physical mailing address of the Corporation is:

120 East State Street, Suite 104
APCO Business Center
Oldsmar, Florida 34677

ARTICLE III **AUTHORIZED CAPITAL SHARES**

The Corporation is authorized, acting by its Board of Directors, to issue 1,000,000 (One Million) shares of \$100.00 (One Hundred Dollars) par value of common stock. These common stocks are intended to qualify as IRC Section 1202 and 1244 Small Business Corporation Stock as defined under the United States of North America IRC 1202(d) and 1244(c) and related regulations, as currently amended.

ARTICLE IV **INITIAL DIRECTOS AND/OR OFFICERS**

The initial number of Directors of this Corporation shall me three (3), and the name and mailing addresses of the persons who are to serve as the Initial Directors are as follows:

President: Mayra .I Harley – 9812 Memorial Highway, Tampa, Florida 33615
Treasurer: Michael J. Harley – 9812 Memorial Highway, Tampa Florida 33615
Secretary: Mayra I. Harley – 9812 Memorial Highway, Tampa Florida 33615

And

The name of the persons who are to serve as initial officers, and their mailing address are as follows:

Chief Executive Officer: Mayra I. Harley, 120 E. State Road, Suite 104 – Oldsmar, Florida 34677
Chief Operating Officer: Michael J. Harley, 120 E. State Road, suite 104 – Oldsmar, Florida 34677
Chief Technology Officer: Douglas R. Dubay, 120 E. State road, Suite 104 – Oldsmar, Florida 34677

ARTICLE VI
REGISTERED AGENT

The initial registered agent **name and mailing** address of the Corporation is:

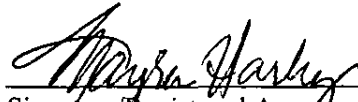
Mayra I. Harley
9812 Memorial highway
Tampa, Florida 33615

ARTICLE VII
INCORPORATOR

The **name and address** of the incorporator of this corporation is:

Mayra I. Harley
9812 Memorial highway
Tampa, Florida 33615


Having been named as registered agent 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 agree to act in this capacity



Signature/Registered Agent

5/3/2010

Date



Signature/Incorporator

5/3/2010

Date