

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
JUN 27 1995

SUBJECT: SMARTBODY INC.
(Proposed corporate name - must include suffix)

000001457090
04/14/95-01007-009
*****78.75 *****78.75

Enclosed is an original and one (1) copy of the articles of incorporation and a check
for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

FROM: L-E. GOWDISH
Name (printed or typed)

7853 SW 56 ST, A120
Address

MIAMI FL 33155
City, State & Zip

305-596-5670
Daytime Telephone number

4/19/95


NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

OF

SMARTBODY INC.

The undersigned, for the purpose of forming a corporation, pursuant to the laws of the State of Florida, hereby subscribes, acknowledges and files the following Articles of Incorporation:

ARTICLE I

The name of this corporation is SMARTBODY INC.

ARTICLE II

The general nature of the business to be transacted by this corporation is:

1. That this corporation intends to engage in any activity or business permitted under the laws of the United and the State of Florida, for example, travel and convention services; except it is not to conduct a bank, safe deposit, trust insurance surety, express, railroad, canal, telephone or cemetery company, a building an loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition; to do all and everything necessary and proper for the accomplishment of the objects enumerated in its certificate of incorporation or necessary or incidental to the benefit and protection of the corporation, and to carry on any lawful business necessary or incidental to the attainment of the objects of the corporation whether or not such business is similar in nature to the objects enumerated in its certificate of incorporation.

7-11-60
65 APR 14 1961
SECRET
TALLAHASSEE
FLORIDA

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time One Hundred (100) shares of common stock at no (00/100) par value.

ARTICLE IV

The initial registered agent and the street address of the initial registered officer of this corporation is:

LAWRENCE E. GOWDISH 7853 S.W.56 STREET A-120 MIAMI FL. 33155

ARTICLE V

This corporation is to exist perpetually, unless otherwise dissolved accordingly to law.

ARTICLE VI

The name and address of the Directors, Officers and Subscribers of this corporation are:

President/
Secretary: L.E. GOWDISH

Principal Office located
7853 S.W. 56th Street
Suite A-120
Miami, Florida 33155.

ARTICLE VII

This corporation shall have one (1) director initially. The number of directors may be increased from time to time, by by-laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VIII

These Articles of Incorporation may be amended in the manner provided by the law. Every amendment shall be approved by the directors, proposed by the stockholders and approved at the stockholder's meeting by a majority of the stock entitled to vote thereon.

THE UNDERSIGNED hereby declares and certifies that the facts herein are true and accordingly, this 10 day of April, 1995.

L.E. Gowdish
L.E. GOWDISH President/Secretary

CERTIFICATE DESIGNATING PLACE OF BUSINESS
OF DOMICILE FOR THE SERVICE OF PROCESS WITHIN
FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

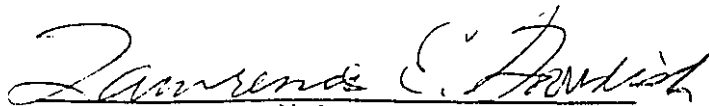
55 APR 14 AM 10:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

First, that SMARTBODY INC., desiring to organize or qualify under the laws of the City of Miami, State of Florida, has named LAWRENCE E. GOWDISH whose address is 7853 S.W. 56 th. Street, Miami Florida 33155 as it's agent to accept service of process within Florida.

A C K N O W L E D G M E N T

Having been named to accept service of process for the above-stated corporation, at place designated to this certificate, I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


Lawrence E Gowdish, Registered Agent