

P95000031691

O. Piedra
(Requestor's Name)
5394 S.W. 119 Ave.
(Address)
Cooper City FL 33330
(City, State, Zip) (Phone #)

OFFICE USE ONLY

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-04/19/95--01001--012
*****70.00 *****70.00

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Baari International Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☐ Walk in ☐ Pick up time _____

☐ Certified Copy

☐ Mail out ☐ Will wait ☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
☐	Profit
☐	NonProfit
☐	Limited Liability
☐	Domestication
☐	Other

AMENDMENTS	
☐	Amendment
☐	Resignation of R.A. Officer/Director
☐	Change of Registered Agent
☐	Dissolution/Withdrawal
☐	Merger

OTHER FILINGS	
☐	Annual Report
☐	Fictitious Name
☐	Name Reservation

REGISTRATION/ QUALIFICATION	
☐	Foreign
☐	Limited Partnership
☐	Reinstatement
☐	Trademark
☐	Other

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 APR 19 2:11:07

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Examiner's Initials

ARTICLES OF INCORPORATION
OF
SMART INTERNATIONAL INC.

THE UNDERSIGNED, A NATURAL PERSON COMPETENT TO CONTRACT, DOES
HEREBY MAKE, SUBSCRIBE AND FILE THESE ARTICLES OF INCORPORATION
FOR THE PURPOSE OF ORGANIZING A CORPORATION UNDER THE LAWS OF THE
STATE OF FLORIDA.

ARTICLE 1

THE NAME OF THIS CORPORATION SHALL BE: SMART INTERNATIONAL INC.
WHICH LOCATION IS 150 NW 3RD COURT, MIAMI, FL. 33126

ARTICLE 2

NATURE OF CORPORATE BUSINESS AND POWERS

THE GENERAL NATURE OF THE BUSINESS TO BE TRANSACTED BY THE
CORPORATION SHALL BE TO ENGAGE IN ANY AND ALL LAWFUL BUSINESS
PERMITTED UNDER THE LAWS OF THE UNITED STATES AND THE STATE OF
FLORIDA.

ARTICLE 3

CAPITAL STOCK

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THE MAXIMUM NUMBER OF SHARES THAT THIS CORPORATION SHALL BE AUTHORIZED TO ISSUE AND HAVE OUTSTANDING AT ONE TIME SHALL BE 100,000 SHARES OF COMMON STOCK, \$1.01 VALUE PER SHARE.

ARTICLE 4

THIS CORPORATION SHALL HAVE PERPETUAL EXISTENCE.

ARTICLE 5 REGISTERED AGENT AND INITIAL REGISTERED OFFICE IN FL.

THE REGISTERED AGENT AND THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THIS CORPORATION IN THE STATE OF FLORIDA SHALL BE:

MR. ORLANDO C. PIEDRA
5324 SW 11TH AVE.
FT. LAUDERDALE, FL. 33330

ARTICLE 6

THIS CORPORATION SHALL HAVE ONE DIRECTOR INITIALLY.

ARTICLE 7

THE NAME AND ADDRESS OF THE INITIAL DIRECTOR OF THIS CORPORATION IS:

MRS. BARBARA CADALLERO
150 NW 63RD COURT
MIAMI, FL. 33126

THE PERSON NAMED AS INITIAL DIRECTOR SHALL HOLD OFFICE FOR THE FIRST YEAR OF EXISTENCE OF THIS CORPORATION, OR UNTIL HIS SUCCESSOR IS ELECTED OR APPOINTED AND HAS QUALIFIED, WHICHEVER OCCURS FIRST.

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ARTICLE 8

INCORPORATOR

THE NAME OF THE PERSON SIGNING THESE ARTICLES OF INCORPORATION AS THE INCORPORATOR IS ORLANDO C. PIEDRA, AND HIS ADDRESS IS 5394 SOUTHWEST 119TH AVE., FT. LAUDERDALE, FL. 33309

ARTICLE 9

INDEMNIFICATION

THIS CORPORATION SHALL INDEMNIFY TO THE FULLEST EXTENT PERMITTED BY FLORIDA STATUTE 607.014, AS MAY BE AMENDED FROM TIME TO TIME ANY DIRECTOR OR OFFICER OF THE CORPORATION WHO IS A PARTY OR IS THREATENED, PENDING OR COMPLETED ACTION OR SUIT BROUGHT AGAINST SAID OFFICER OR DIRECTOR IN THEIR OFFICIAL CAPACITY. THIS CORPORATION SHALL NOT INDEMNIFY ANY DIRECTOR OR OFFICER IN ANY ACTION OR SUIT, THREATENED, PENDING OR COMPLETED, BROUGHT BY HIM AGAINST THE CORPORATION, IN THE EVENT THE OFFICER OR DIRECTOR IS NOT THE PREVAILING PARTY. INDEMNIFICATION OF ANY OTHER PERSONS, SUCH AS EMPLOYEES OR AGENTS OF THE CORPORATION, OR SERVING AT THE REQUEST OF THE CORPORATION AS A DIRECTOR, OFFICER, EMPLOYEE OR AGENT OF ANOTHER CORPORATION, PARTNERSHIP, JOINT VENTURE, TRUST OR OTHER ENTERPRISE, SHALL BE DETERMINED IN THE SOLE AND ABSOLUTE DISCRETION OF THE BOARD OF DIRECTORS OF THE CORPORATION. PURSUANT TO FLORIDA STATUTE 607.014(1), NO COURT ORDER OF INDEMNIFICATION SHALL, UNDER ANY CIRCUMSTANCES, BE DEEMED

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ARTICLE 10

THIS CORPORATION EXPRESSLY ELECTS NOT TO ALLEGE FLORIDA STATUTE 607.100, AS AMENDED FROM TIME TO TIME, RELATING TO OFFICIAL AND TRANSACTIONS.

ARTICLE 11

CONTROL SHARE ACQUISITIONS

THIS CORPORATION EXPRESSLY ELECTS NOT TO BE GOVERNED BY FLORIDA
STATUTE 607.109, AS AMENDED FROM TIME TO TIME, RELATING TO
CONTROL SHARE ACQUISITIONS.

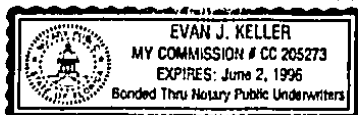
IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR HAS EXECUTED
FOREGOING ARTICLES OF INCORPORATION OF APRIL 11TH, 1995.

[Signature]

ORLANDO C. PIEDRA, INCORPORATOR

STATE OF FLORIDA)
)
)
COUNTY OF Palm Beach)

THE FOREGOING INSTRUMENT WAS ACKNOWLEDGED BEFORE ME ON THIS 11TH
DAY OF APRIL 1995 BY ORLANDO C. PIEDRA, AS INCORPORATOR.



[Signature]
NOTARY PUBLIC
STATE OF FLORIDA

MY COMMISSION EXPIRES: June 2, 1996

I, ORLANDO C. PIEDRA, ON BEHALF OF THE CORPORATION, DO HEREBY ACCEPT THE
DUTIES AND RESPONSIBILITIES AS BEST MAN OF THE CORPORATION.
CORPORATION.

[Signature]

ORLANDO C. PIEDRA

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