

Bidsmart, Inc.
2451 Treasure Lane
Naples, Florida 33940

P950000 34943

April 1, 1995

Department Of State
Division Of Corporations
P.O. Box 1500
Tallahassee, Florida 32302-1500

500001480415
-05/03/95--01056--009
****122.50 ****122.50

Subject: Bidsmart, Inc.

Enclosed please find an original Articles Of Incorporation for
the above corporation and check in the amount of \$122.50.

Sincerely,


Michael McCain

FILED
95 MAY -4 AM 11:50
STATE DEPT OF STATE
TALLAHASSEE, FLORIDA

Dmc
5/4/95

Articles Of Incorporation
Of
Bidsmart, Inc.

FILED

95 MAY -4 AM 11:50

The undersigned Incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Article Of Incorporation.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation shall be: Bidsmart, Inc.

ARTICLE II

The duration of the corporation shall be perpetual.

ARTICLE III

The principal place of business and mailing address of this corporation shall be: 2451 Treasure Lane, Naples, FL 33940

ARTICLE IV

The aggregate number of shares of stock that this corporation is authorized to have outstanding at any one time is seven thousand five hundred (7,500), having a par value of \$1.00 per share.

Every shareholder, upon the sale of any new stock of this corporation, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price and terms at which it is offered to others.

ARTICLE V

The name and address of the initial Registered Agent is:
Michael McCain, 2451 Treasure Lane, Naples, FL 33940

ARTICLE VI

This corporation shall have one Director(s) constituting the initial Board Of Directors. The number of Directors may be either increased or decreased from time to time pursuant to the by-laws of the corporation. The name(s) and address(es) of the initial Board Of Directors of this corporation is(are):
Michael McCain, 2451 Treasure Lane, Naples, FL 33940

ARTICLE VII

The name and street address of the Incorporator to these Articles Of Incorporation is: Michael McCain, 2451 Treasure Lane, Naples, FL 33940

The undersigned has executed these Articles Of Incorporation this First Day Of April 1995.


Michael McCain, Incorporator

State Of Florida
County Of Collier

I hereby certify that on this day, before me, an officer duly authorized to take acknowledgements in the State and County aforesaid, personally appeared Michael McCain known to me to be the person described in and who executed the foregoing instrument and (s)he acknowledged before me that (s)he executed the same.

Witness my hand and seal in the County and State last aforesaid this the First Day Of April 1995.


Notary Public
My Commission Expires:



Certificate Of Designation
Registered Agent/Registered Office

FILED

95 MAY -4 AM 11:50

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the Laws of the State Of Florida, submits the following statement in designating the Registered Office/Registered Agent, in the State Of Florida.

1. The name of the Corporation is: Bidsmart, Inc.
2. The name and address of the Registered Agent and Office is:
Michael McCain, 2451 Treasure Lane, Naples, FL 33940

 04/01/95

Michael McCain, President

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in this Certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the Provisions of all Statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

 04/01/95

Michael McCain, Resident Agent