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(((H95000006143))) PUBLIC ACCESS SYSTEM
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TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
DEPARTMENT OF STATE 1492 W FLAGLER ST
STATE OF FLORIDA SUITE 200
409 EAST GAINES STREET MIAMI FL 33135- 9-00006194
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(((H95000006143))) DOCUMENT TYPE: FLORIDA NON-PROFIT CORPORATION
NAME: GET SMART INSURANCE, INC.
FAX AUDIT NUMBER: H95000006143 CURRENT STATUS: REQUESTED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

June 2, 1995

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: GET SMART INSURANCE, INC.
REF: W95000011390

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

PAGE 4 OF THE DOCUMENT WAS NOT RECIEVED, PLEASE RE-FAX, ALSO SEND PAGE 3 AGAIN.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

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SECRETARY OF THE
TALLAHASSEE, FLORIDA

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ARTICLE I - NAME

ARTICLE II - PURPOSE

ARTICLE III - CAPITAL STOCK

ARTICLE IV - VOTING RIGHTS

ARTICLE V - TERM

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ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the prices at which it is offered to others.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this Corporation is 837 North Homestead Blvd., Homestead, FL 33030 and the name of the initial registered agent of this corporation is Fernando J. Garrote whose address is 837 North Homestead Blvd., Homestead, FL 33030.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have at least one director initially with the exact number of directors to be specified by the shareholders from time to time unless the shareholders shall by a majority vote determine that the corporation be managed by the shareholders. The name and address of the initial director(s) of this corporation is/are:

Fernando J. Garrote, 837 North Homestead Blvd., Homestead, FL 33030.

ARTICLE IX - INCORPORATOR

The name and address of the person signing these articles is:

Fernando J. Garrote, 837 North Homestead Blvd., Homestead, FL 33030.

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ARTICLE X - INDEMNIFICATION

The corporation may, at its sole discretion, indemnify any officer or director or any former officer or director, to the fullest extent permitted by law either now existing or hereafter enacted; however, under no circumstances will the corporation indemnify such officer or director when the corporation itself has brought an action against the officer or director.

ARTICLE XI

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the Directors of this corporation are pecuniarily or otherwise interested in, or are directors, or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such corporation, or who it is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction with like force and effect as if he were not such director or officer of such other corporation, or not so interested.

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Filed By: Gonzalo Perez, Jr., Esq. FL BAR # 0858463
14224 S.W. 92nd Street, Miami, FL 33186

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ARTICLE XII

The private property of the stockholders shall not be subject to the payment of the corporate debts to any extent whatever. The corporation shall have a first lien on the shares of its stockholders and upon the dividends due them for any indebtedness of such stock holders to the corporation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 12 day of May, 1995.

SUBSCRIBER:

(Signature)
Fernando J. Garrote

STATE OF FLORIDA)

SS

COUNTY OF DADE)

BEFORE ME, a notary public authorized to take acknowledgements in the State and County set forth above, personally appeared Fernando J. Garrote, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed a official seal, in the State and County aforesaid, this 12 day of May, 1995.

(Signature)
Name: _____
NOTARY PUBLIC,
STATE OF FLORIDA

My Commission Expires



OFFICIAL SEAL
GONZALO PEREZ
My Commission Expires
Feb. 23, 1996
Comm. No. CC 182136
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OFFICIAL SEAL
GONZALO PEREZ
My Commission Expires
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GET SMART INSURANCE, INC.

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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST THAT: GET SMART INSURANCE, INC.

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF HOMESTEAD, STATE OF FLORIDA, HAS NAMED FERNANDO J. GARROTE LOCATED AT 837 N. HOMESTEAD BLVD., CITY OF HOMESTEAD, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA

SIGNATURE

FERNANDO J. GARROTE

TITLE INCORPORATOR

DATE MAY 12, 1995

HAVING BEEN NAMED TO ACCEPT THE SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE

FERNANDO J. GARROTE

DATE MAY 12, 1995

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TALLAHASSEE, FLORIDA

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