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DOUMAR, CURTIS, CROSS, LAYSTROM & PERLOFF

A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

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*ALSO ADMITTED IN MICHIGAN
*ALSO ADMITTED IN PENNSYLVANIA

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Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, Florida 32301

RECEIVED
-04/15/96-01030-003
****122.50 ****122.50

Re: SMART HOLDING CORPORATION

Dear Sirs:

Enclosed please find a cover sheet and the original and one (1) copy of the Articles of Incorporation for the above-named proposed Florida corporation. Also enclosed is our firm's check in the amount of \$122.50 representing payment of the following:

Filing Fee	\$35.00
Certified Copy Fee	\$52.50
Registered Agent Fee	<u>\$35.00</u>
	\$122.50

Please file the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Thank you for your courtesies in this matter.

Very truly yours,

JOHN W. PERLOFF
For the Firm

APR 17 1996

BSB

JWP/db
Enc.

Charter Number Only

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JOHN W. PERLOFF ESQ.
DOUMAR, CURTIS, CROSS, LAYSTROM & PERLOFF
1177 SOUTHEAST THIRD AVE.
FORT LAUDERDALE, FLORIDA 33316-1197

Requestor's Name

Address

City

State

ZIP

Phone

CORPORATION NAME

SMART HOLDING CORPORATION

☒ Profit

☐ NonProfit

☐ Amendment

☐ Merger

☐ Foreign

☐ Dissolution

☐ Alien Business Organization

☐ Limited Partnership

☐ Change of Registered Agent

☐ Other:

☐ Certified Copy

☐ Photo Copies

☐ Certificate Under Seal

☐ Walk In

☐ Will Wait

☐ Pick Up

☐ Mail Out

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

C. TAX _____
FILING _____
R. AGENT _____
C. COPY _____
TOTAL _____
N. BANK _____
BALANCE DUE _____
REFUND _____
PAY _____

CR2E051 (9-86)

ARTICLES OF INCORPORATION
OF
SMART HOLDING CORPORATION

FILED
96 APR 15 PM 2:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I: NAME

The name of the corporation shall be

SMART HOLDING CORPORATION

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 6555 Powerline Rd., Suite 308, Ft. Lauderdale, FL 33309.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is three thousand (3,000) shares common having a par value of ten cents (\$.10) per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

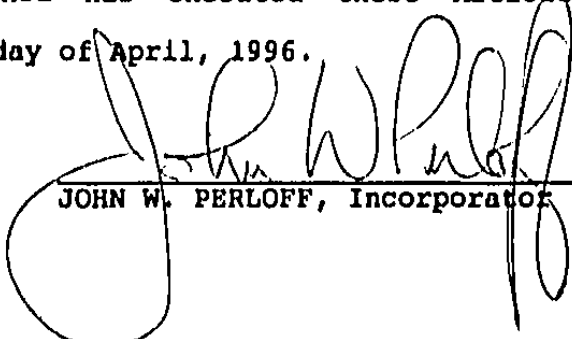
The name and address of the initial registered agent is John W. Perloff, 1177 S.E. Third Avenue, Ft. Lauderdale, FL 33316.

ARTICLE V: INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is John W. Perloff, 1177 S.E. Third Avenue, Ft. Lauderdale, FL 33316.

ARTICLE VI: DIRECTORS

The names of each of the initial directors of the corporation are SCOTT A. BARRETT, PHILLIP W. SHANNON, KENNETH E. NOVAK, ART BARKER and their address is 6555 Powerline Rd., Suite 308, Ft. Lauderdale, FL 33309. The undersigned has executed these Articles of Incorporation this 10 day of April, 1996.



JOHN W. PERLOFF, Incorporator

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned 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

SMART HOLDING CORPORATION

2. The name and address of the registered agent and office is
John W. Perloff, 1177 S.E. Third Avenue, Ft. Lauderdale, FL 33316.

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.


JOHN W. PERLOFF

Dated: April 10, 1996

FILED
APR 15 PM 2:27
TALLAHASSEE, FLORIDA