

100-342-8086



PRESTIGE HALL
LEGAL & FINANCIAL SERVICE ACCOUNT NO. : 072100000032

REFERENCE : 033786 81445B

AUTHORIZATION :

COST LIMIT : \$ 122.50

ORDER DATE : July 26, 1996

ORDER TIME : 12:56 PM

ORDER NO. : 033786

CUSTOMER NO: 81445B

CUSTOMER: Michael R. McKinley, Esq
BATSEL MCKINLEY ITTERSAGEN &
GUNDERSON, P.A.
18401 Murdock Circle

Port Charlotte, FL 33948

DOMESTIC FILING

NAME: SMART PROFESSIONAL SERVICES,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX _____ CERTIFIED COPY
 _____ PLAIN STAMPED COPY
 _____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Michael E. Klunk

EXAMINER'S INITIALS:

509.
W96 - 15764

FILED
SECRETARY OF STATE
OFFICE OF REGISTRATIONS
1
95 JUL 26 5:12:17

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8/8/96



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

July 29, 1996

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: SMART PROFESSIONAL SERVICES, INC.
Ref. Number: W96000015764

We have received your document for SMART PROFESSIONAL SERVICES, INC. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

The corporate name must be identical throughout the document.

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) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 996A00036220

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUL 26 PM 12:17

RESUBMIT
Please give original
submission date as file date.

ARTICLES OF INCORPORATION
OF

SMART Professional Services, Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUL 26 PM 12:17

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE 1. - NAME AND ADDRESS

The name of this corporation is SMART Professional Services, Inc., a Florida corporation, and the principal office and place of business is located at 1427 Mineo Drive, Punta Gorda, Florida, 33950.

ARTICLE 2. - DURATION OF CORPORATION EXISTENCE

This corporation shall exist perpetually.

ARTICLE 3. - PURPOSES

The general purposes for which this corporation is organized include the transaction of any or all lawful business for which corporations may be incorporated under the provisions of Chapter 607, Florida Statutes, as the same now exists or as it may hereafter be changed.

ARTICLE 4. - CAPITAL STOCK

The aggregate number of shares of stock this corporation is authorized to have outstanding at any time is 500 shares of common stock having a par value of \$1.00 per share. There shall be no other type or class of stock.

ARTICLE 5. - ADDRESS AND RESIDENT AGENT

The street address of the initial registered office of this corporation shall be 18401 Murdock Circle, Port Charlotte, Florida, 33948. The name of the initial registered agent at such address is Michael R. McKinley.

ARTICLE 6. - DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be increased or decreased from time to time by bylaws adopted by the shareholders, but shall never be less than two nor more than five.

ARTICLE 7. - INITIAL DIRECTORS

The names and post office addresses of the initial directors are:

Ann E. Schulz

Post Office Box 1037
Punta Gorda, Florida 33951

Martin Schulz

Post Office Box 1037
Punta Gorda, Florida 33951

ARTICLE 8. - INCORPORATORS

The names and post office address of the incorporator of this corporation is:

Ann E. Schulz

Post Office Box 1037
Punta Gorda, Florida 33951

ARTICLE 9. - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned have hereunto subscribed their names and affixed their seals this 23rd day of July, 1996.

Signed, sealed and delivered
in the presence of:

Brenda L. Oster

Witness

Printed Name: Brenda L. Oster

Kimberly A. Taylor

Witness

Printed Name: Kimberly A. Taylor

Ann E. Schulz

Ann E. Schulz

STATE OF FLORIDA
COUNTY OF CHARLOTTE

The foregoing instrument was acknowledged before me this 23rd day of July, 1996, by Ann E. Schulz, who is personally known to me or who has produced _____ as identification and who did (did not) take an oath.

Kimberly A. Taylor
NOTARY PUBLIC



CERTIFICATE DESIGNATING A REGISTERED AGENT AND REGISTERED OFFICE
FOR THE SERVICE OF PROCESS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUL 26 PM 12:17

In compliance with Section 48.091, Florida Statutes, the following is submitted:

SMART Professional Services, Inc., a Florida corporation, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation at Port Charlotte, County of Charlotte, State of Florida, has designated Michael R. McKinley, whose street address is 18401 Murdock Circle, Port Charlotte, Florida, as its agent to accept service of process within this state.

ACCEPTANCE

Having been designated as agent to accept service of process for the above-named corporation, at the place stated in this certificate, I hereby agree to act in this capacity and to comply with the provision of said law relative to same.



Registered Agent

CAWPDOCS\DOCSS\SMART.LAT