(305) N91-0211 (305) N91-2073 FAX 96 OCT -7 PM 1:13 SECRETARY OF STATE TALLAHASSEE, FLORIDA

October 4, 1996

Secretary of State Division of Corporations 409 E. Gaines Street Tallahassee, FL 32399]

Dear Sir or Madam:

Please find the following enclosed items:

- -10/08/96--01105--016 ****122.50 ****122.50
- 1. Original Articles of Incorporation for Smartdotnet, Corp.
- 2. Two copies of the Articles
- 3. Return envelope
- 4. Acceptance by Registered Agent
- 5. Check for \$122.50 payable to Secretary of State

Please accept the enclosed documents for the purpose of registering and incorporating Smartdotnet, Corp.. Kindly, forward to me the approved Articles and Certificate of Incorporation and good standing.

If there are any questions or problems with the documentation please contact me immediately by phone.

Thank you.

Sincerely,

Kenneth J. Dorchak

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ARTICLES OF INCORPORATION

OF

SMARTDOTNET, CORP..

FILED 96 OCT -7 PM I: 13 SECRETARY OF STATE TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a Corporation under the Florida General Corporation

Act, Chapter 607, Florida Statutes, hereby adopts the following Articles of Incorporation.

ARTICLE 1

The name of the corporation shall be:

SMARTDOTNET, CORP.

The address of the principal office of this Corporation shall be 4465 North State Road 7, Lauderdale Lakes, Florida 33319, and the mailing address of the Corporation shall be the same.

ARTICLE II

The period of duration of the corporation shall be perpetual.

ARTICLE III

The purpose for which the Corporation is organized is to engage in all lawful business activities permitted under the laws of the United States of America and the State of Florida.

ARTICLE IV

The corporation shall be authorized to issue 100 shares of common stock, all of one class.

ARTICLE V

The initial registered office of the Corporation shall be 4465 North State Road 7, Lauderdale Lakes, Florida 33319 and the name of the initial registered agent of the Corporation at that address shall

be Kenneth J. Dorchak.

ARTICLE VI

The name and street address of the incorporator to these Articles of Incorporation are: Kenneth J. Dorchak, 11900 Biscayne Blvd. #310, North Miaml, FL 33181.

ARTICLE VII

The Board of Directors shall have the authority to adopt and periodically amend the bylaws of the Corporation. Further powers of the Board shall be defined in the By-Laws.

IN WITNESS WHEREOF the undersigned has made and executed these Articles of Incorporation at Miami, Florida, on this 2nd day of October 1996.

INCORPORATOR

STATE OF FLORIDA COUNTY OF DADE

The foregoing instrument was acknowledged before me this 2 day of October, 1996, I

Nótary Public

My Commission Expires:

(Printed name of New My Comm Exp. 3/12/00

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

KENNETH J. DORCHAK, an individual residing in this state having a business of identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of SMARTDOT NET, CORP., is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

Kenneth J. Dorchak