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TRANSMITTAL LETTER

FILED

96 DEC 16 AM 11:55

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

EFFECTIVE DATE

1-1-97

SUBJECT: SmoothAll, Inc.

(Proposed corporate name - must include suffix)

500002029745--B
-12/17/96--01005--006
***131.25 ***131.25

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☒ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Craig Y. Epps
Name (Printed or typed)

20019 N.W. 34th Avenue

Address

Miami, Florida 33056

City, State & Zip

(305) 377-5219

Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

12/17/96

ARTICLES OF INCORPORATION
OF
SmoothALL, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED has executed the following document as incorporator of the above named corporation a corporation organized under the laws of the State of Florida and all rights duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE I

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

EFFECTIVE DATE

1-1-97

ARTICLE II

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence. The effective date of the corporation shall be January 1, 1997.

ARTICLE III

The principal place of business and mailing address of this corporation shall be:

5577 N.W. 200th Street
Miami, Florida 33055

ARTICLE IV

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, including without limitation power:

- (1) Transact any and all lawful business.
- (2) Said corporation shall further have powers:

To have perpetual succession by its corporate name;

To sue and be sued, complain, and defend in its corporate name in all actions or proceedings;

To have a corporate seal, which may be altered at will and to use it or a facsimile of it, by impressing or affixing it or in any other manner reproducing it;

To purchase, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal with real or personal property or any legal or equitable interest in property wherever located;

To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, and otherwise dispose of all or any part of its property;

To lend money to, and use its credit to assist, its officers and employees in accordance with Florida Statute s.607.0833;

To purchase, receive, subscribe for, or otherwise acquire; own, hold, vote, use, sell, mortgage, lend, pledge, or otherwise dispose of; and deal in and with shares or other interests in, or obligations of, any other entity;

To make contracts and guarantees, incur liabilities, borrow money, issue its notes, bonds, and other obligations and secure any of its obligations by mortgage or pledge of any of its property, franchises, and income and make contracts of guaranty and suretyship which are necessary or convenient to the conduct, promotion, or attainment of the business of a corporation the majority of the outstanding stock of which is owned, directly or indirectly, by the contracting corporation; a corporation which owns, directly or indirectly, a majority of the outstanding stock of the contracting corporation; or a corporation the majority of the outstanding stock of which is owned, directly or indirectly, by a corporation which owns, directly or indirectly, the majority of the outstanding stock of the contracting corporation, which contracts of guaranty and suretyship shall be deemed to be necessary or convenient to the conduct, promotion, or attainment of the business of the contracting corporation, and make other contracts of guaranty and suretyship which are necessary or convenient to the conduct, promotion, or attainment of the business of the contracting corporation;

To lend money, invest and reinvest its funds, and receive and hold real and personal property as security for repayment;

To conduct its business, locate offices, and exercise the powers granted by this act within or without this state;

To elect directors and appoint officers, employees, and agents of the corporation and define their duties, fix their compensation, and lend them money and credit;

To make and amend bylaws, not inconsistent with its articles of incorporation or with the laws of this state, for managing the business and regulating the affairs of the corporation;

To make donations for the public welfare or for charitable, scientific, or educational purposes;

To transact any lawful business that will aid governmental policy;

To make payments or donations or do any other act not inconsistent with law that furthers the business and affairs of the corporation;

To pay pensions and establish pension plans, pension trusts, profit sharing plans, share bonus plans, share option plans, and benefit or incentive plans for any or all of its current or former directors, officers, employees, and agents and for any or all of the current or former directors, officers, employees, and agents of its subsidiaries;

To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other entity;

To provide insurance for its benefit on the life of any of its directors, officers, or employees, or on the life of any shareholder for the purpose of acquiring at his death shares of its stock owned by the shareholder or by the spouse or children of the shareholder; and

To indemnify any person who by reason of the fact that he is or was a director, officer, employee or agent of the corporation to the full extent as permitted by Florida Statute s.607.0850.

ARTICLE V

The aggregate number of shares which this corporation shall have authority to issue is the total sum of 100 shares, having an individual par value of \$ 1.00. Unless otherwise stated in these articles, or in an amendment to these articles there shall be only one (1) class of stock of this corporation.

ARTICLE VI

The name and street address of the initial Registered Agent of this corporation shall be:

Craig Y. Epps
20019 N.W. 34th Avenue
Miami, Florida 33056

ARTICLE VII

The initial board of Directors shall consist of a total of 5 person(s) and the name and address of the person(s) who are to serve as an initial directors are:

<u>NAME/TITLE</u>	<u>ADDRESS</u>
Brian A. Symonette/Director	5577 N.W. 200th Street Miami, Florida 33055
Alan L. Symonette/Director	6788 Brookline Drive Hialeah, Florida 33015
Craig Y. Epps/Director	20019 N.W. 34th Avenue Miami, Florida 33056
Vernon Jackson, Jr./Director	5577 N.W. 200th Street Miami, Florida 33055
William Bankston/Director	5577 N.W. 200th Street Miami, Florida 33055

ARTICLE VIII

The name and address of the incorporator executing these Articles of Incorporation is:

Craig Y. Epps
20019 N.W. 34th Avenue
Miami, Florida 33056

The undersigned has executed these Articles of Incorporation this 12 day of December, 1996.

Craig Y. Epps

Incorporator

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

FILED

55 DEC 16 AM 11:55

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: **SmoothAll, Inc.**

2. The name and address of the registered agent and office is:

Craig Y. Epps
(Name)

20019 N.W. 34th Avenue
(P.O. Box or Mail Drop Box NOT ACCEPTABLE)

Miami/Florida/33056
(CITY/STATE/ZIP)

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.

Craig Y. Epps
(SIGNATURE)

12/12/96
(DATE)