

997000053944

6/18/97

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

11:20 AM

((H97000010019 2))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: CORPORATE CREATIONS INTERNATIONAL INC.

ACCT#: 073171003004

CONTACT: ~~JOHN W. C. RODRIGUEZ~~

PHONE: (305)672-0686

LMS

FAX #: (305)672-9110

NAME: SMARTMONEY, INC.

AUDIT NUMBER.....H97000010019

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..1

PAGES..... 4

CERT. COPIES.....0

DEL.METHOD.. FAX

EST.CHARGE.. \$78.75

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:

FILED

97 JUN 18 PM 2:48

TELETYPE UNIT
TALLAHASSEE, FLORIDA

6/18/97

H97000010019

ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
SmartMoney, Inc.

Article II. Address

The mailing address of the Corporation is:
SmartMoney, Inc.
225 Alhambra Place
West Palm Beach FL 33405

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
Paul F. Richardson
225 Alhambra Place
West Palm Beach FL 33405

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Paul F. Richardson

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Corporate Creations International Inc.
401 Ocean Drive #312 (Door Code 125)
Miami Beach FL 33139-6629
(305) 672-0686

H97000010019

FILED
97 JUN 18 PM 2:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H97000010019

Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

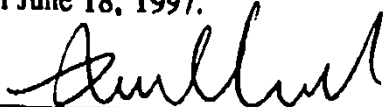
The name and address of the incorporator is:

Corporate Creations International Inc.
401 Ocean Drive #312 (Door Code 125)
Miami Beach FL 33139-6629

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on June 18, 1997.

The undersigned incorporator executed these Articles of Incorporation on June 18, 1997.



CORPORATE CREATIONS INTERNATIONAL INC.
Luis A. Uriarte Vice President

Corporate Creations International Inc.
401 Ocean Drive #312 (Door Code 125)
Miami Beach FL 33139-6629
(305) 672-0686

H97000010019

H97000010019

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:
SmartMoney, Inc.

FILED
97 JUN 18 PM 2:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

REGISTERED AGENT/OFFICE:
Paul F. Richardson
225 Alhambra Place
West Palm Beach FL 33405

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



PAUL F. RICHARDSON
by L.A. Uriarte as attorney-in-fact

Date: June 18, 1997

Corporate Creations International Inc.
401 Ocean Drive #312 (Door Code 125)
Miami Beach FL 33139-6629
(305) 672-0686

H97000010019