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LAW OFFICES
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FILED
91 JUL 21 AM 11:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

July 17, 1997

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SECRETARY OF STATE
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

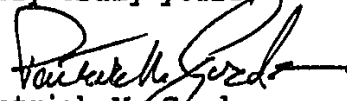
Re: SMART SOLUTION DESIGN, INC.

Dear Secretary of State:

Enclosed please find the original Articles of Incorporation for SMART SOLUTION DESIGN, INC., together with a copy for filing. I have enclosed the \$70.00 filing fee and I would ask that you file this corporation and send me back a stamped copy, which I have enclosed.

Thank you for your cooperation in this matter. Should you have any questions with regard to this matter, please feel free to contact me at your convenience.

Very truly yours,


Patrick M. Gordon

PMG/mrg

P. O. 07/21/97 JUL 22 1997

**ARTICLES OF INCORPORATION
OF
SMART SOLUTION DESIGN, INC.**

FILED
97 JUL 21 AM 11:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

SMART SOLUTION DESIGN, INC.

The address of the principal office of this corporation shall be 810 Saturn Street, Suite 17, Jupiter, Florida, 33477, and the mailing address shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 810 Saturn Street, Suite 17, Jupiter, Florida, 33477, and the name of the initial Registered Agent of the corporation at that address is **PATRICK M. GORDON**.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have two officers and one director, initially. The name and street address of the initial officers and director who shall hold office for the first year of the corporation, or until his/her successor is elected or appointed is:

HANS-CURT OVER
President/Secretary/Treasurer/Director
810 Saturn Street, Suite 17
Jupiter, FL 33477

ARTICLE VII. INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation:

HANS-CURT OVER

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal of SMART SOLUTION DESIGN, INC., on this 16 day of July, 1997.

WITNESSES:

[Signature]
[Signature]

By: [Signature]

HANS-CURT OVER

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Patrick M. Gordon, having a business office of 810 Saturn Street, Suite 17, Jupiter, Florida, 33477, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: _____

Patrick M. Gordon
PATRICK M. GORDON

FILED
97 JUL 21 AM 11:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA