

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(904) 224-8870 • 1-800-342-8062 • Fax (904) 222-1222

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 SEP -5 PM 2:44

P97000077088

The Smart Works
Company

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-09/04/97--01081--010
****122.50 ****122.50

Signature _____

Requested by: DA

9/4

12:20

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

- ☒ Art of Inc. File _____
- ☐ LTD Partnership File _____
- ☐ Foreign Corp. File _____
- ☐ L.C. File _____
- ☐ Fictitious Name File _____
- ☐ Name Reservation _____
- ☐ Merger File _____
- ☐ Art. of Amend. File _____
- ☐ RA Resignation _____
- ☐ Dissolution / Withdrawal _____
- ☐ Annual Report / Reinstatement _____
- ☒ Cert. Copy _____
- ☐ Photo Copy _____
- ☐ Certificate of Good Standing _____
- ☐ Certificate of Status _____
- ☐ Certificate of Fictitious Name _____
- ☐ Corp Record Search _____
- ☐ Officer Search _____
- ☐ Fictitious Search _____
- ☐ Fictitious Owner Search _____
- ☐ Vehicle Search _____
- ☐ Driving Record _____
- ☐ UCC 1 or 3 File _____
- ☐ UCC 11 Search _____
- ☐ UCC 11 Retrieval _____
- ☐ Courier _____

RP
9-5-97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 4, 1997

CAPITAL CONNECTION, INC.
417 E. VIRGINIA ST. STE. 1
TALLAHASSEE, FL 32301

SUBJECT: THE SMART WORKS COMPANY
Ref. Number: W97000020426

We have received your document for THE SMART WORKS COMPANY and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return the original and one copy of 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 (850) 487-6929.

Randall Purintun
Document Specialist

Letter Number: 897A00044248

ARTICLES OF INCORPORATION
OF
THE SMART WORKS COMPANY

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 SEP -5 PM 2:45

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I

The name of the corporation shall be:

THE SMART WORKS COMPANY

ARTICLE II

The corporation is to commence its corporate existence upon the filing of these Articles of Incorporation with the Florida Department of State, Division of Corporations, and shall exist perpetually thereafter until dissolved according to law.

ARTICLE III

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

The corporation is authorized to issue 1,000 shares of one cent (\$.01) par value stock. Each outstanding share shall be entitled to one vote on each matter submitted to a vote at a meeting of the Shareholders.

The shares of stock may be issued for such consideration having a value not less than par value of the share issued therefor as is determined from time to time by the Board of Directors to be paid in whole or in part, in cash or other property, tangible or intangible, or in labor or services performed for the corporation. Shares may be issued in exchange for written promises to perform services in the future. If shares are issued without full consideration being paid prior to issuance, notice shall be given to all stockholders ten (10) days prior to such issuance.

ARTICLE V

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

**785 N.W. 164th AVENUE
PEMBROKE PINES, FLORIDA 33028**

ARTICLE VI

All corporate powers shall be executed by and under the authority of, and the business and affairs shall be managed under the direction of the Board of Directors.

The corporation shall have two (2) directors initially. The number of directors may thereafter be increased or decreased from time to time in accordance with the by-laws of the corporation.

The name and street address of the initial directors who shall hold office until their successors shall be chosen at the first meeting of the Stockholders who have qualified shall be:

- 1. MICHAEL WILLIAM BAYLEY
 785 N.W. 164th AVENUE
 PEMBROKE PINES, FLORIDA 33028**
- 2. STACEY LYNNE BAYLEY
 785 N.W. 164th AVENUE
 PEMBROKE PINES, FLORIDA 33028**

ARTICLE VII

The corporation shall indemnify any present or former officer or director or person exercising powers and duties of a director to the full extent now or hereafter permitted by law.

ARTICLE VIII

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the Shareholders, but the Board of Directors may not alter, amend or repeal any by-law adopted by the Shareholders if the Shareholders provide that the by-law shall not be altered, amended or repealed by the Board of Directors.

ARTICLE IX

These Articles of Incorporation may be amended at any time by a vote of the majority of the voting stock of the corporation outstanding at any regular meeting of the Stockholders or at any special meeting of the Stockholders called for that purpose.

ARTICLE X

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

MICHAEL WILLIAM BAYLEY
785 N.W. 164th AVENUE
PEMBROKE PINES, FLORIDA 33028

ARTICLE XI

The street address of the initial registered office of the corporation is agent is:

785 N.W. 164th AVENUE
PEMBROKE PINES, FLORIDA 33028

and the name of the initial registered agent of the corporation at that address is:

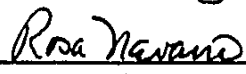
MICHAEL WILLIAM BAYLEY

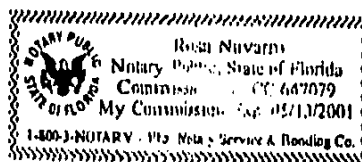
IN WITNESS WHEREOF, the undersigned, as incorporator, has executed these Articles of Incorporation this 22nd day of August, 1997


MICHAEL WILLIAM BAYLEY

STATE OF: FLORIDA
COUNTY OF: DADE

Subscribed and sworn to before me on this 22nd day of August, 1997


Notary Public
My commission expires:



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

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, 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: **THE SMART WORKS COMPANY.**
2. The name and address of the registered agent and office is:

**MICHAEL WILLIAM BAYLEY
785 N.W. 164th AVENUE
PEMBROKE PINES, FLORIDA 33028**

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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.


(Signature)

8.22.97
(Date)

STATE OF: FLORIDA
COUNTY OF: DADE

Subscribed and sworn to before me on this 22nd day of August, 1997

Rosa Navarro
Notary Public
My commission expires:

