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FLORIDA DIVISION OF CORPORATIONS

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076666003611

ACCT#:

CONTACT: JOHN WICKMAN

PHONE: (941)748-0100

(941)745-2093

FAX #:

NAME: ~~INNOVATIVE DESIGN INC.~~ SMART TOOLS INC. 3

AUDIT NUMBER.....H98000009200

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

CERT. OF STATUS..0

PAGES..... 2

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TALLAHASSEE, FLORIDA

F. CHESSEN MAY 19 1998

**ARTICLES OF INCORPORATION
OF
SMART TOOLS INC.**

Fax Audit No.: H98000009200

FILED
98 MAY 18 PM 3:01
CLERK OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporator subscribing to these Articles of Incorporation, being competent to contract, hereby forms a Corporation under the Laws of the State of Florida.

ARTICLE I

The name of this Corporation shall be: **SMART TOOLS INC.**, and its initial mailing address shall be: 7016 - 11th Avenue NW, Bradenton, FL 34209. The initial address of the Corporation's principal office shall be: 7016 - 11th Avenue NW, Bradenton, FL 34209.

ARTICLE II

The purpose of this Corporation is to engage in any and all business not prohibited by the Laws of the State of Florida.

This Corporation shall have all powers given corporations under the Laws of the State of Florida.

ARTICLE III

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time shall be One Thousand (1,000) shares of common stock having a par value of One Dollar (\$1.00).

ARTICLE IV

This Corporation is to exist perpetually.

Prepared By:
John E. Wickman, Esq.
Blalock, Landers, Walters & Vogler, P.A.
802 11th Street West, Bradenton, FL 34205
(941) 748-0100
Florida Bar No. 0046884

Fax Audit No.: H98000009200

ARTICLE V

The name of the initial Registered Agent is **Nick J. Karas, Jr.** The street address of the initial registered office of this Corporation is: 7016 - 11th Avenue NW, Bradenton, FL 34209. The Board of Directors may from time to time move the registered office to any other address in Florida.

ARTICLE VI

The name and address of each Incorporator of this Corporation is: **Nick J. Karas, Jr.**, 7016 - 11th Avenue NW, Bradenton, FL 34209.

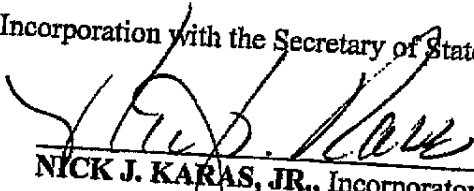
ARTICLE VII

These Articles of Incorporation may be amended in the manner provided by law.

ARTICLE VIII

Pursuant to the provisions of Chapter 607, Florida Statutes, this Corporation shall begin in existence upon filing of these Articles of Incorporation with the Secretary of State.

(SEAL)



NICK J. KARAS, JR., Incorporator

I hereby accept designation as Registered Agent of the above-named corporation, and I am familiar with and accept the obligations of the position.



NICK J. KARAS, JR.

FILED
98 MAY 18 PM 3:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA