

P98000053067

TRANSMITTAL LETTER

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

300002556363--3
-06/11/98--01025--010
*****70.00 *****70.00

June 3, 1998

SUBJECT: S & M Sales & Marketing, Inc.

Enclosed please find an original and one (1) copy of the articles of incorporation for the above corporation and a check in the amount of \$70.00.

FROM:

Smitty Smith & Associates, Inc.
Attention: Ms. Smitty Smith
3802 Ehrlich Road, Suite #210
Tampa, Florida 33624

APPROVED
AND
FILED
98 MAY 11 AM 8:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1 10. BROCK JUN 15 1998

ARTICLES OF INCORPORATION
OF
S & M Sales & Marketing, Inc.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

S & M Sales & Marketing, Inc.

ARTICLE II PRINCIPAL OFFICE

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

10958 N 56th St.
Temple Terrace, FL 33617

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1000 Shares

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Ms. Smitty Smith
3802 Ehrlich Road, Suite 210
Tampa, Florida 33624

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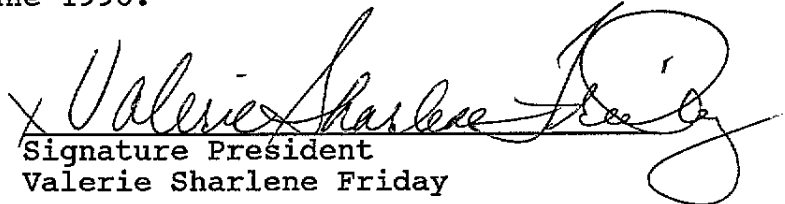
ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Valerie Sharlene Friday
17842 Sunrise Drive
Lutz, Florida 33549
President

Michael Strange
10958 N 56th St.
Temple Terrace, FL 33617
Vice President

The undersigned has (have) executed these Articles of Incorporation this Third day of June 1998.

A handwritten signature in cursive script, appearing to read 'Valerie Sharlene Friday', is written over a horizontal line. To the left of the signature is a small 'x' mark.
Signature President
Valerie Sharlene Friday

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

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:

S & M Sales & Marketing, Inc.

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

Ms. Smitty Smith
3802 Ehrlich Road, Suite #210
Tampa, Florida 33624

Signature



Title: President, Valerie Sharlene Friday

Date: 06/03/98

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


Smitty Smith

Date: 06/03/98

REGISTERED AGENT FILING FEE: \$35.00

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TALLAHASSEE, FLORIDA