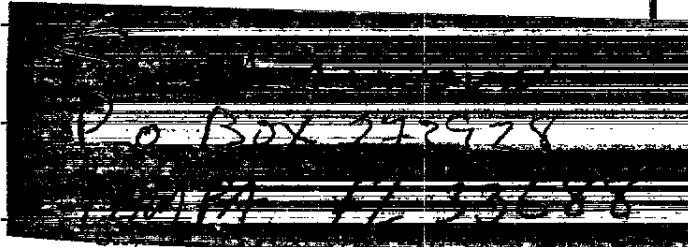


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Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) _____
(Document #) _____
2. _____
(Corporation Name) _____
(Document #) _____
3. _____
(Corporation Name) _____
(Document #) _____
4. _____
(Corporation Name) _____
(Document #) _____

Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of R.A., Officer/ Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Report
	Fictitious Name
	Name Reservation

REGISTRATION/ QUALIFICATION	
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

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OF STATE
SECRETARY OF CORPORATIONS
DIVISION
98 JUL 24 AM 10:05

ARTICLES OF INCORPORATION OF Smart N' Simple Corporation

I, the undersigned subscriber, a natural person, competent to contract, hereby form a corporation for profit under the provisions of Chapter 607, Florida Statutes, and do hereby adopt the following Articles of Incorporation as the Charter of the Corporation.

I. NAME

The name of the corporation shall be:

Smart N' Simple Corporation

II. TERM OF EXISTENCE

The corporation shall have perpetual existence, unless sooner dissolved pursuant to the provisions of Florida Statutes, Chapter 607.

III. NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is electronic commerce. The corporation may engage in any activity or business permitted under the laws of the United States of America, and of the State of Florida, including, but not limited to dealing in real, personal, or mixed property of any kind or description; dealing in stocks, bonds, mortgages, securities, notes and commercial papers of any kind; to purchase, hold, sell and transfer shares of its own capital stock, provided that the corporation shall not purchase its own shares of capital stock except from a surplus of its assets over its liabilities including capital.

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DIVISION OF CORPORATIONS

IV. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time shall be as follows: Ten Thousand (10,000) shares of common stock having par value of ONE (\$1.00) DOLLAR per share.

V. ADDRESS

The initial address of this corporation as its principal office in the state of Florida is:

14076 Trouville Drive
Tampa, FL 33624

VI. DIRECTORS

The number of directors of this corporation shall not be less than one (1) nor more than seven (7).

VII. INITIAL DIRECTORS

The names and street addresses of the first Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
Saeb Jannoun	14076 Trouville Drive, Tampa, FL 33624

All of said directors are of full age.

VIII. SUBSCRIBER

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

Saeb Jannoun 14076 Trouville Drive, Tampa, FL 33624

IX. SALE OF STOCK

The stockholders may by law provisions or by stockholders agreement recorded in the minute book, impose such restrictions upon sale, transfer, or encumbrance of the stock of this corporation as they see fit.

X. COMPENSATION

The directors, who are also officer of the corporation, are authorized to fix compensation for their services to be rendered as such officers.

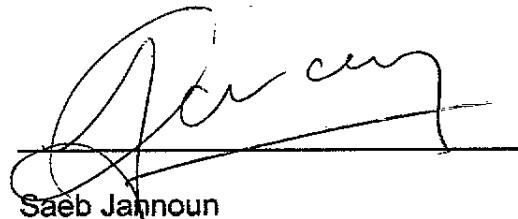
XI. AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Each amendment shall be approved at a stockholders meeting by the majority of the stockholders entitled to vote on thereon.

XII. DESIGNATION OF RESIDENT AGENT

In pursuance of Chapter 48-091 Florida Statutes, Saeb Jannoun, whose address is at 14076 Trouville Drive, Tampa, FL 33624, is appointed resident agent of this corporation to accept service within this State.

IN WITNESS WHEREOF, the undersigned subscriber does hereby set his hand and seal this 10th day of July, 1998.


Saeb Jannoun

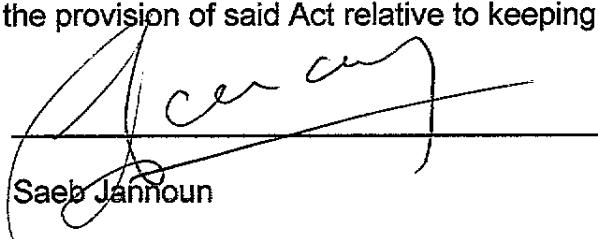
CERTIFICATE DESIGNATING PLACE OF BUSSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48-091, Florida Statutes, the following is Submitted, in compliance with said Act;

First – Smart N' Simple Corporation desiring to organize under the Laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at the city of Tampa. County of Hillsborough, State of Florida has named Saeb Jannoun, located at 14076 Trouville Drive, Tampa, FL 33624, its agent to accept service of process within the State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated Corporation, at place designated in this certificate, I hereby accept to act in this Capacity, and agree to comply with the provision of said Act relative to keeping open said office.



Saeb Jannoun

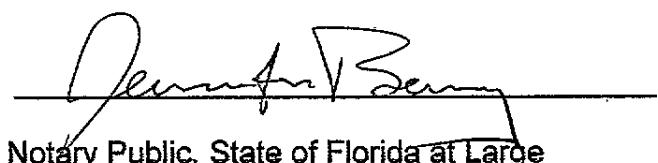
STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

BEFORE ME, personally appeared Saeb Jannoun, to me well known to be the individual and acknowledged before me that he executed the same for the purposes therein expressed.

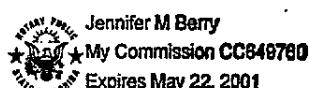
Witness my hand and official seal in the county and state named above this

10 day of July, 1998.



Notary Public, State of Florida at Large

My commission expires:



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SECRETARY OF STATE
DIVISION OF CORPORATIONS