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P99000028007

SMATHERS & KEMP, P.A.

ATTORNEYS AT LAW

612 N. THORNTON AVE.
ORLANDO, FLORIDA 32803

BENJAMIN F. SMATHERS
E. DAVID KEMP

PHONE (407) 648-8200
FAX (407) 246-8098

May 16, 2001

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

900004271239--9
-05/18/01--01079--007
*****43.75 *****43.75

RE: Floridian Financial Services, Inc.

Dear Sir or Madam:

Enclosed, please find this the following items:

1. Articles of Incorporation
2. Our check number 5523 in the amount of \$43.75

I have also enclosed an additional copy of the Articles of Incorporation and a stamped self addressed envelope, please stamp the enclosed copies **RECEIVED** and return to us in the enclosed stamped self addressed envelope.

Thanking you in advance for your prompt attention to this matter.

Sincerely,

MLance
May Louise Lance

/ml
enclosures

FILED
01 JUN 18 PM 3:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend + Name Change

T BROWN JUN 19 2001



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 25, 2001

MAY LOUISE LANCE
SMATHERS & KEMP, P.A.
612 N. THORNTON AVENUE
ORLANDO, FL 32803

SUBJECT: FLORIDIAN FINANCIAL SERVICES, INC.
Ref. Number: P99000028007

We have received your document for FLORIDIAN FINANCIAL SERVICES, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Written approval and clearance of the terms BANK, BANKER, BANKING, TRUST COMPANY, BANCSHARES, SAVINGS & LOAN ASSOCIATION, SAVINGS BANK, or CREDIT UNION or words of similar import, must be obtained from the Division of Banking, pursuant to section 655.922(2a), Florida Statutes.

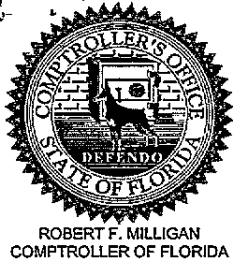
Enclosed is a "Name Approval Request" form to be filled out and sent to the address indicated on the form. If the proposed name is approved by the Division of Banking, resubmit the document and approval letter to the Division of Corporations for filing.

Please return 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) 487-6869.

Teresa Brown
Corporate Specialist

Letter Number: 201A00032230



OFFICE OF THE COMPTROLLER
DEPARTMENT OF BANKING AND FINANCE
STATE OF FLORIDA
TALLAHASSEE
32399-0350

June 6, 2001

Ms. May Louise Lance
Legal Assistant
c/o E. David Kemp
Smathers & Kemp, PA
Attorneys at Law
612 N. Thornton Avenue
Orlando, Florida 32803

Dear Ms. Lance:

Re: "Smart Bank Technology, Inc."

Thank you for your recent letter/fax requesting approval for use of the above-referenced name.

It is the opinion of this Department that the above-referenced corporate name is definitive enough to differentiate the business being conducted from that of a commercial bank or trust company. Therefore, the Department does not object to your use of the above-referenced name being registered to conduct business in the state of Florida.

Sincerely,

Alex Hager
Director

AH:kr

cc: Karon Beyer, Chief, Bureau of Corporate Records
Division of Corporations, Secretary of State's Office

ARTICLES OF AMENDMENT

FLORIDIAN FINANCIAL SERVICES, INC.

FILED
01 JUN 18 PM 3:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes Section 607.187, the Articles of Incorporation of the above-named Corporation are amended as follows:

1. ARTICLE I is amended to read as follows:

The name of the corporation is SMART BANK TECHNOLOGY, INC.

2. ARTICLE IV A. is amended to read as follows:

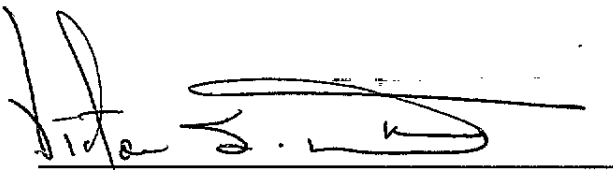
A. The maximum number of shares of capital stock that this corporation is authorized to issue and have outstanding at any one time is TEN MILLION (10,000,000) shares of common stock having no par value, which may be fractional shares.

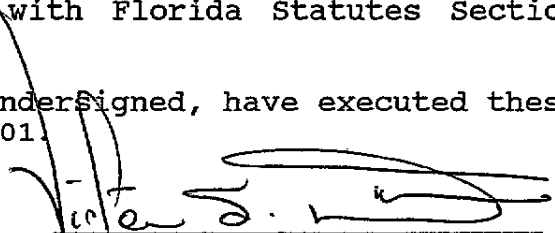
3. ARTICLE V is amended to read as follows:

The street address and principal office of the corporation shall be: 1180 Sweetwater Club Blvd., Longwood, Florida 32779

4. The foregoing was adopted on May 1, 2001 by written consent of all of the Directors and Shareholders entitled to vote on the amendment, in accordance with Florida Statutes Section 607.181(3).

IN WITNESS WHEREOF, WE, the undersigned, have executed these Articles of Amendment on May 1, 2001.


Secretary


President

STATE OF FLORIDA
COUNTY OF ORANGE

The forgoing instrument was acknowledged before me on 1st Day of May, 2001, by VICTOR S. DAVIS, the President and Secretary of FLORIDIAN FINANCIAL SERVICES, INC., identified by Florida

DRIVERS License and who did take an oath, on behalf of the Corporation.

IN WITNESS WHEREOF, I here sign and set my seal.

EDK
Notary Public

My commission expires on:

E. DAVID KEMP
Notary Public, State of Florida
My comm. exp. Nov. 18, 2004
Comm. No. CC 978752