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To: Division of Corporations
Fax Number : (850) 922-4001

From: Account Name : GREENBERG TRAUIG (WEST PALM BEACH)
Account Number : 075201001473
Phone : (561) 650-7900
Fax Number : (561) 655-6222

SECRETARY OF STATE
KATHERINE HARRIS
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

S.M.A.R.T., Inc.

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B. McKnight MAY 13 1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 13, 1999

GREENBERG, TRAURIG

SUBJECT: S.M.A.R.T., INC.
REF: W99000011203

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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

ARTICLES OF INCORPORATION
OF
Kat S.M.Art, Inc.

ARTICLE I - NAME

The name of this corporation is Kat S.M.Art, Inc. (the "Corporation").

ARTICLE II - PRINCIPAL OFFICE

The principal office of the Corporation is located at the following address:

777 S. Flagler Drive, Suite 300 East Tower
West Palm Beach, FL 33401

ARTICLE III - PURPOSE

The Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV - DURATION

The Corporation shall have perpetual existence.

ARTICLE V - CAPITAL STOCK

The Corporation is authorized to issue One Thousand (1,000) shares of \$.01 par value common stock, which shall be designated "Common Stock."

ARTICLE VI - BYLAWS

The bylaws of the Corporation may be adopted, altered, amended or repealed by either the stockholders or the directors of the Corporation.

ARTICLE VII - INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

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Bridget Berry, Esq.
777 S. Flagler Dr., #300E
West Palm Beach, FL 33401
(561) 650-7900
FL Bar # 515639

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TALLAHASSEE FLORIDA

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ARTICLE VIII - INITIAL REGISTERED AGENT AND OFFICE

The name and street address of the initial registered agent and office of the Corporation are:

Bridget Berry, Esq.
777 S. Flagler Drive, Suite 300 East Tower
West Palm Beach, FL 33401

ARTICLE IX - INCORPORATOR


The name and address of the person signing these Articles are:

Bridget Berry, Esq.
777 S. Flagler Drive, Suite 300 East Tower
West Palm Beach, FL 33401

ARTICLE X - AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 12th day of May, 1999.


Bridget Berry, Esq., Sole Incorporator

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ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE VIII OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF HER DUTIES.

Dated this 12th day of May, 1999.

Bridget Ann Berry
Bridget Berry, Esq., Registered Agent

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