

TRANSMITTAL LETTER

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

300002953473--8  
-08/09/99-01019-003  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: Joan Smith Capital Investments, Inc.  
(Proposed corporate name-must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for:

Γ \$70.00  
Filing fee

Ξ \$78.75  
Filing fee  
& Certificate

Γ \$122.50  
Filing fee  
& Certified Copy

Γ \$131.25  
Filing fee,  
Certified Copy  
& Certificate

FROM: Ms. Joan M. Smith  
Name (printed or typed)

8020 Hampton Blvd

North Lauderdale, Fl 33068

Voice: (954) 726-2215

NOTE: Please provide the original and one copy of the articles.

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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FILED

**ARTICLES OF INCORPORATION**

**for**

**Joan Smith Capital Investments, Inc.**

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

Article I-Name of the Corporation

The name of the corporation shall be:

**Joan Smith Capital Investments, Inc.**

Article II-Nature or Purpose of the Business

The purpose of the corporation is to engage in any lawful activity permitted by the laws of this state. The corporation will invest in real estate and other capital investments in the Tri-County area, the State of Florida, and the world. The corporation will comply with any professional regulations imposed by state agencies within the State of Florida as well.

Article III-Principal Office

The principal business mailing address of this corporation shall be:

8020 Hampton Blvd.  
North Lauderdale, Florida 33068  
Voice: (954) 726-2215

Article IV-Number of Shares Authorized

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

One thousand (1,000)

(The par value of the corporation common stock will be \$1.00) Joan M. Smith will own 100% of the outstanding shares of the corporation.

Article V-Initial Registered Agent

The name and address of the initial registered agent is:

Clifton H. Rodriquez, C.P.A.  
3146 N.W. 68 Street~Ste. No.1  
Ft. Lauderdale, Florida 33309-1206  
(954) 969-9637

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**ARTICLES OF INCORPORATION**

**For**

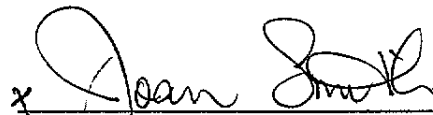
**Joan Smith Capital Investments, Inc.**

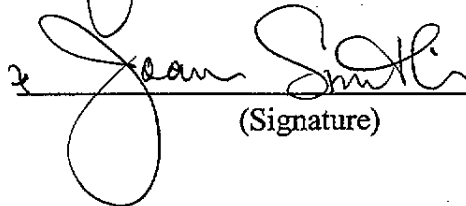
Article VI-Incorporator (s)

Ms. Joan M. Smith  
8020 Hampton Blvd  
North Lauderdale, Florida 33068

The undersigned incorporator(s) has executed these Articles of Incorporation this

5th day of August, 1999

x   
\_\_\_\_\_  
(Signature)

x   
\_\_\_\_\_  
(Signature)

Article VI-Perpetual Life

The corporation shall have a perpetual existence unless a majority of Board of Directors, or the shareholders decides to discontinue the existence of the corporation.

Article VII-Appointment of the Board of Directors

The Board of Directors shall be appointed in accordance with the Bylaws of the corporation. Each Board member shall be appointed in accordance with the Bylaws of the corporation, and shall carry out their responsibilities in a sincere and trustworthy manner.

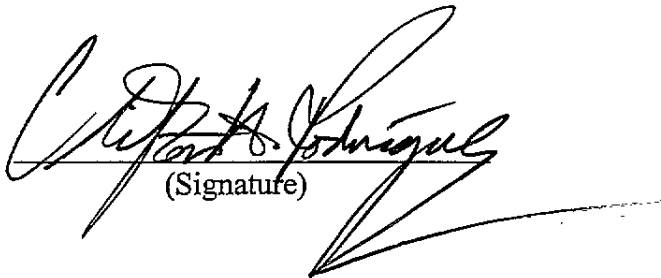
**CERTIFICATE OF DESIGNATION OF REGISTERED  
AGENT/REGISTERED OFFICE**

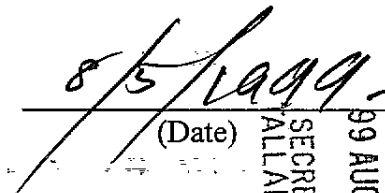
PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENTS IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is Joan Smith Capital Investments, Inc.
  
2. The name and address of the registered agent and office are as follows:

Clifton H. Rodriquez, C.P.A.  
3146 N.W. 68 Street~Ste. No.1  
Ft. Lauderdale, Florida 33309-1206

*Having been named as registered agent and to accept service 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 obligation of my position as registered agent.*

  
(Signature)

  
(Date)

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