

0990000078933

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Net Smart Associates
Incorporated

700002978177-3
-09/03/99-01040-015
*****70.00 *****70.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 SEP -3 PM 1:50

Art of Inc. File Photo

LTD Partnership File _____

Foreign Corp. File _____

L.C. File _____

Fictitious Name File _____

Trade/Service Mark _____

Merger File _____

Art. of Amend. File _____

RA Resignation _____

Dissolution / Withdrawal _____

Annual Report / Reinstatement _____

Cert. Copy _____

☒ Photo Copy _____

Certificate of Good Standing _____

Certificate of Status _____

Certificate of Fictitious Name _____

Corp Record Search _____

Officer Search _____

Fictitious Search _____

Fictitious Owner Search _____

Vehicle Search _____

Driving Record _____

UCC 1 or 3 File _____

UCC 11 Search _____

UCC 11 Retrieval _____

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99 SEP -3 AM 10:03
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Signature _____

Requested by: CD

9-3-99 11:00
Date Time

Name _____

Walk-In _____

Will Pick Up _____

EFFECTIVE DATE

9/2/99

Articles of Incorporation
of

Net Smart Associates
INCORPORATED

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ARTICLE I - NAME

The name of this incorporation shall be **NetSmart Associates, Inc.**

ARTICLE II - NATURE OF BUSINESS

This corporation may engage in any activity or business permitted under the laws of the United States of America, or the State of Florida.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation shall be authorized to have outstanding at any time shall be ten million (10,000,000) shares of Common Stock at a par value of \$.0001 per share upon which there are no preemptive rights. The Common Stock shall be paid for at such time as the Board of Directors may designate, in cash, real property, personal property, services, patents, leases, or any other valuable thing or right for the uses and purposes of the corporation, and shares of capital, which issued in exchange thereof shall thereupon and thereby become and be paid in full, the same as though paid in cash at par, and shall be non assessable forever; the judgment of the Board of Directors as to the value of the property, right or thing acquired in exchange for capital stock shall be conclusive.

ARTICLE IV - INITIAL CAPITAL

The corporation shall begin with One Hundred and no/100 dollars (\$100.00) as the minimum paid in capital.

ARTICLE V - TERM OF EXISTENCE

The corporation shall have a perpetual existence.

ARTICLE VI - PRINCIPAL OFFICE

The address of the principal office shall be: 1287 East Newport Center Drive, Suite 201, Deerfield Beach, FL 33442. The address of the registered office shall be: 1400 NW 9th Avenue, Suite 21, Boca Raton, FL 33486

The registered office may be moved from time to time by action of the Board of Directors. The registered agent shall be: Dominick F. Maggio, whose address is 1400 NW 9th Avenue, Suite 21, Boca Raton, FL 33486.

ARTICLE VII - BOARD OF DIRECTORS

The business of the corporation shall be conducted by a Board of Directors consisting of not less than one (1), and not more than five (5) directors. Each officer and director shall hold office until his or her successor is elected and qualified, provided however that a majority of the stockholders may, at a regular or a special meeting, remove any officer or director with or without cause. The duties, powers and functions of the officers and directors of this corporation shall be as usually devolve upon such officers and directors unless otherwise provided in the By-Laws.

ARTICLE VIII - ORIGINAL OFFICERS & DIRECTORS

The original directors of this corporation shall be:

NAME:	TITLE:	ADDRESS:
Dominick F. Maggio	President/ Director	1400 NW 9 th Avenue, Suite 21 Boca Raton, FL 33486
Zane J. Balsam	Sect./Treas. Director	1287 East Newport Center Drive, Suite 201 Deerfield Beach, FL 33442.

ARTICLE IX - ORIGINAL SUBSCRIBERS

The original subscribers to this corporation shall be:

NAME:	ADDRESS
Dominick F. Maggio	1400 NW 9 th Avenue, Suite 21, Boca Raton, FL 33486
Zane J. Balsam	1287 East Newport Center Drive, Suite 201, Deerfield Beach, FL 33442.

ARTICLE X - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed to the stockholders by them, and approved at the stockholders' meeting by a majority of the stockholders entitled to vote thereon, unless, however, all of the Board of Directors and all of the stockholders sign a written statement manifesting their intention to amend a certain article herein.

ARTICLE XI - SPECIAL POWERS

The following special powers, provisions, privileges and limitations shall be applicable to and govern this corporation.

No contract or any other transaction between this corporation and any other corporation and no act of this corporation shall in any way be affected by, or invalidated by the fact that any of the directors of this corporation, provided however, that the fact that such director is interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation holding office in another corporation or being a director thereof, who is so interested, any be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize such contract or transaction as if he were not such director or officer of such corporation and not so interested.

ARTICLE XII - DATE OF EXISTENCE

The date when this corporation shall begin its existence is: September 2, 1999.

We, the undersigned, being the original subscribers to this corporation, and the capital stock therein, for the purposes of forming a corporation to do business within and without the State of Florida, in pursuance of the General Laws of the State of Florida, Chapter 607, F.S.A., and the Acts amendatory thereto and supplemental thereof, do make and file this Certificate of Incorporation, hereby declaring and certifying that the facts stated herein are true and do agree to take the number of shares set opposite our names.

In Witness Whereof, we have hereunto set our hands and seals this 2nd day of September, 1999.



Dominick F. Maggio
Director/Subscriber

Sworn to and subscribed before me this 2 Day of SEPT, 1999.

My Commission expires:



Notary Public - State At Large

 **NOTARY PUBLIC**
STATE OF FLORIDA
Ruth Balsam
Commission # CC 774361
Expires SEP. 13, 2002
BONDED THRU
ATLANTIC BONDING CO., INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN
THIS STATE, NAMING AGENT UPON WHOM SERVICE
OF PROCESS IS BINDING AND ACCEPTANCE OF AGENT**

In pursuance of Chapter 40.091 Florida Statutes, the following is submitted in compliance with said Act.

The corporation, **NETSMART ASSOCIATES, INC.**, desiring to organize under the laws of the State of Florida, with its principal place of business at 1287 East Newport Center Drive, Suite 201, Deerfield Beach, FL 33442, has named Dominick F. Maggio as its Agent to accept service of process within the State of Florida.

ACCEPTANCE

Having been named to accept service of process for the above named corporation at the address which is designated in this Certificate of Incorporation, I hereby accept to act in this capacity, and I agree to comply with the provisions of said act relative to keeping said office open.


Dominick F. Maggio
Registered Agent