

P99000102197

G. Arnott Ferguson
1900 N. Krome Ave., Ste. G
Homestead, FL 33030
November 17, 1999

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32301

800003050168--0
-11/19/99--01090--002
*****78.75 *****78.75

RE: SmartSearch Inc.

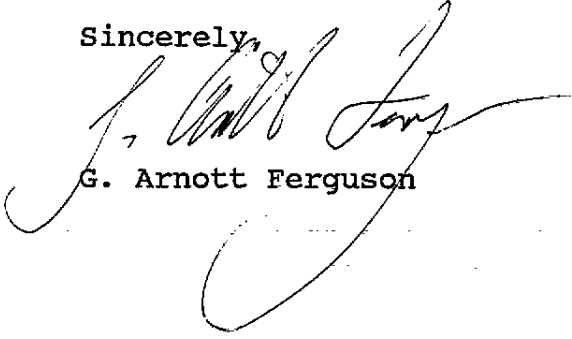
Dear Sir/Madam:

Relative to the above proposed Florida corporation, I enclose original Articles of Incorporation and Acceptance of Registered Agent.

I also enclose check in the amount of \$78.75 to cover filing fee and a Certificate.

Thank you.

Sincerely,


G. Arnott Ferguson

Enclosures

FILED
1999 NOV 19 AM 9 28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A. Howell NOV 23 1999

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ARTICLES OF INCORPORATION
OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SmartSearch Inc.

ARTICLE I. NAME AND ADDRESS. The name of this corporation shall be SmartSearch Inc., and its principal office address is: 1290 Weston Road, Suite 211, Ft. Lauderdale, FL 33326.

ARTICLE II. DURATION. This corporation is to exist perpetually.

ARTICLE III. PURPOSE. This corporation is organized for the purpose of the transaction of any lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE IV. CAPITAL STOCK. This corporation is authorized to issue 1000 shares of common stock at \$1.00 per share.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT. The street address of the initial registered office of this corporation is 1900 N. Krome Avenue, Suite G, Homestead, Florida 33030, and the name of the initial Registered Agent of this corporation at that address is G. Arnott Ferguson.

ARTICLE VI. INITIAL BOARD OF DIRECTORS. This corporation shall have one (1) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1). The name and address of the initial director is:

William E. Frank Jr.

7859 Mandarin Drive
Boca Raton, FL 33433

ARTICLE VII. INCORPORATOR. The name and address of the person signing these Articles of Incorporation is:

G. Arnott Ferguson

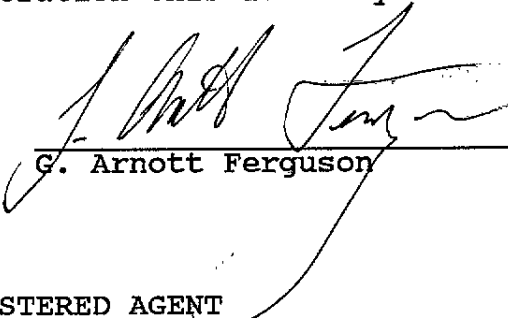
1900 N. Krome Avenue, Suite G
Homestead, FL 33030

ARTICLE VIII. INITIAL SHAREHOLDERS. Shares of capital stock of this corporation shall be issued initially to the following person in the amount set opposite his name:

William E. Frank Jr. - 1,000 shares

ARTICLE IX. AMENDMENTS. This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 17th day of November, 1999.


G. Arnott Ferguson

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

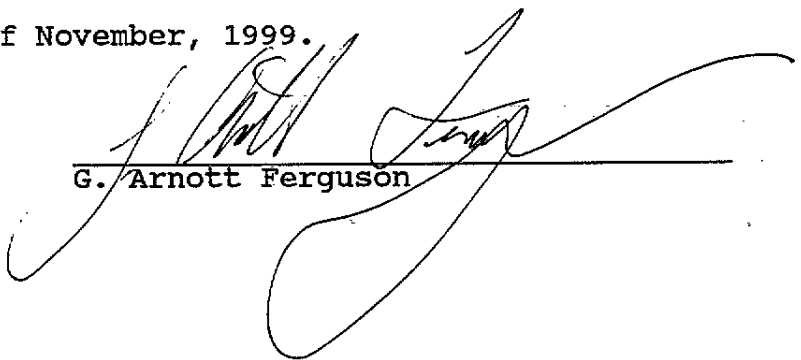
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ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent to accept service of process of SmartSearch Inc., as designated in these Articles, I hereby accept and agree to act in this capacity and to comply with the provisions of said Act relative to keeping said office open.

DATED this 17th day of November, 1999.


G. Arnott Ferguson