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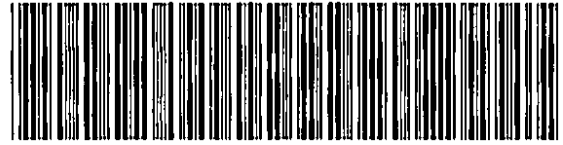
(Business Entity Name)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
19 MAY 22 PM 4:36

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MAY 22 2019

STRAUS & ASSOCIATES P.A.
Attorneys at Law

Arnold M. (Skip) Straus, Jr.
Managing Attorney

Florencia Engle
Associate

Please reply to Pembroke Pines office

10051 Pines Boulevard - Suite C
Pembroke Pines, Florida 33024
Broward: (954) 431-2000
Facsimile: (954) 431-8999

2500 Weston Road - Suite 213
Weston, Florida 33331
Broward: (954) 349-9400
Facsimile: (954) 349-9300

May 21, 2019

VIA FEDERAL EXPRESS AIRBILL NO.: 7752 7763 5093

Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Articles of Incorporation – The Spear Group Corp.

Dear Florida Secretary of State:

We enclose the original fully executed Articles of Incorporation for the above-referenced Florida corporation together with our check payable to the Florida Department of State in the amount of \$70.00 representing the filing fee. We do not require a Certificate of Status or a Certified Copy.

Thank you.

Very truly yours,

STRAUS & ASSOCIATES P.A.

Arnold M. Straus, Jr.
[Signature]

ARNOLD M. (SKIP) STRAUS, JR.
For the Firm
AMS/jlb
Enclosures

cc: David Spear (w/encl.)

ARTICLES OF INCORPORATION
OF
THE SPEAR GROUP CORP.

The undersigned subscriber to these Articles of Incorporation hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

THE SPEAR GROUP CORP.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation, including real estate development, licensing of certain names, and related businesses.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares of common stock having a par value of \$1.00 per share. The corporation will begin business with One Thousand dollars (\$1,000.00).

ARTICLE IV. ADDRESS

The principal office and mailing address of the Corporation is 3921 S.W. 47th Avenue, Suite 1013, Fort Lauderdale, Florida 33314.

ARTICLE V. REGISTERED OFFICE

The street address of the initial registered office of the corporation shall be 10081 Pines Boulevard, Suite C, Pembroke Pines, Florida 33024, and the name of the initial registered agent of the corporation at the aforesated address is Arnold M. Straus, Jr., Esquire.

FILED
STATE OF FLORIDA
DIVISION OF CORPORATIONS
19 MAR 22 PM 4:35

ARTICLE VI. TERM OF EXISTENCE

This Corporation shall commence upon filing these Articles with the Secretary of State and it shall exist perpetually.

ARTICLE VII. PREEMPTIVE RIGHTS

Every shareholder shall have the right to purchase her pro rata share of any new stock issued by Corporation at the price at which it is offered to others.

ARTICLE VII. DIRECTORS

This corporation shall have three directors and the number of directors may be increased from time to time as provided in the By-Laws, but shall never be less than three. The name and street address of the members of the Board of Directors are:

- | | |
|------------------|---|
| Jeffrey N. Spear | 3921 S.W. 47 th Avenue
Suite 1013
Fort Lauderdale, Florida 33314 |
| David A. Spear | 3921 S.W. 47 th Avenue
Suite 1013
Fort Lauderdale, Florida 33314 |
| Daniel Spear | 3921 S.W. 47 th Avenue
Suite 1013
Fort Lauderdale, Florida 33314 |

SECRETARY OF STATE
DIVISION OF CORPORATE AFFAIRS
19 MAY 22 AM 11:35

ARTICLE IX. OFFICERS

The name and address of the officers of the corporation who shall hold office until successors are elected or appointed are:

- | | |
|------------------|--|
| President: | |
| Jeffrey N. Spear | 3921 S.W. 47 th Avenue
Suite 1013
Fort Lauderdale, Florida 3331 |

Vice President/Treasurer:

David A. Spear

3921 S.W. 47th Avenue
Suite 1013
Fort Lauderdale, Florida 33314

Vice President/Secretary:

Daniel Spear

3921 S.W. 47th Avenue
Suite 1013
Fort Lauderdale, Florida 33314

ARTICLE X. SUBSCRIBER

The name and street address of the subscriber of these Articles of Incorporation is:

Arnold M. Straus, Jr., Esq.
10081 Pines Boulevard, Suite C
Pembroke Pines, Florida 33024

The undersigned has executed these Articles of Incorporation on this 21st day of May, 2019.



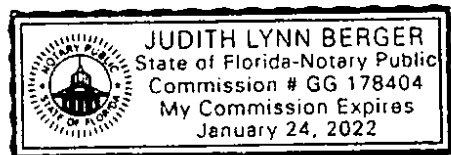
Arnold M. Straus, Jr., Esq.

STATE OF FLORIDA)
 SS:
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 21st day of May, 2019, by Arnold M. Straus, Jr., Esq., who is personally known to me or who produced driver's license as identification.



NOTARY PUBLIC, State of Florida
My Commission Expires:




**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First-That THE SPEAR GROUP CORP. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at 3921 S.W. 47th Avenue, Suite 1013, Fort Lauderdale, Broward County of Broward, State of Florida, has named Arnold M. Straus, Jr., Esq., located at 10081 Pines Boulevard, Suite C, Pembroke Pines, Florida 33024, County of Broward, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.



ARNOLD M. STRAUS, JR., ESQ.
RESIDENT-AGENT