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MICHAEL MALISZEWSKI, P.A.

ATTORNEYS AT LAW

MICHAEL MALISZEWSKI
CHARLES GEARY, OF COUNSEL

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February 1, 2000

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

500003123935--8
-02/04/00-01045-010
*****70.00 *****70.00

Re: Corporate Filing for Spiritech, Inc.

Dear Beth:

Enclosed, please find the original Articles of Incorporation and Registered Agent Acceptance forms for *Spiritech, Inc.*, a new Florida for profit corporation, together with my law office check for \$70.00 to cover your filing fee.

Please file the Articles and return the confirmation in the self addressed stamped envelope at your earliest convenience.

Cordially,

Michael Maliszewski

Michael Maliszewski, Esq.

/dk
Enclosures

NO COPY

FILED
00 FEB -4 AM 10:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch FEB 10 2000

ARTICLES OF INCORPORATION
OF
SPIRITECH, INC.

FILED
00 FEB -4 AM 10:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I. NAME

The name of the corporation is: **SPIRITECH, INC.**

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:
9354 SE Kingsley Street
Hobe Sound, FL 33455

ARTICLE III. DURATION

The term of existence of the corporation is perpetual.

ARTICLE IV. PURPOSE

The purpose for which the corporation is organized is to transact any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE V. CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to have outstanding at any one time is ONE THOUSAND (1000) shares, all of which shall be common shares with par value of ONE Dollar (\$1.00) for each share.

ARTICLE VI. GRANT OF PREEMPTIVE RIGHTS

Each common shareholder of the corporation shall be entitled to full preemptive rights to acquire his or her proportional part of any unissued or treasury shares of the corporation, or securities of the corporation convertible into or carrying a right to subscribe to or acquire shares, that may be issued at any time by the corporation.

ARTICLE VII. REGISTERED OFFICE

The name and address of the initial registered agent is:

Richard DeFrancesco
9354 SE Kingsley Street
Hobe Sound, FL 33455

ARTICLE VIII. INCORPORATOR(S)

The name and address of the incorporator is:

Richard DeFrancesco
9354 SE Kingsley Street
Hobe Sound, FL 33455

ARTICLE IX. INITIAL DIRECTOR(S)

The corporation shall have THREE director initially. The number of director(s) may be either increased or decreased from time to time as provided in the Bylaws of the corporation, but shall never be less than ONE (1). The name(s) of the initial director(s) are:


Richard DeFrancesco
9354 SE Kingsley Street
Hobe Sound, FL 33455

Eric J. Gamble
702 Weldwood Road
Jupiter, FL 33458

Arthur J. Van Suetendael, IV
11546 SW Meadowlark Circle
Stuart, FL 34997

IN WITNESS WHEREOF, I have subscribed my name this February 1, 2000.


Arthur J. Van Suetendael, IV


Richard DeFrancesco


Eric J. Gamble


STATE OF FLORIDA)
) ss:
COUNTY OF MARTIN)

On this day personally appeared before me, the undersigned authority, Richard DeFrancesco, Eric J. Gamble and Arthur J. Van Suetendael, IV who are each [] personally known to me or who [X] produced FL drivers' license as identification, and did not take an oath.

WITNESS my hand and official seal in the above-named County and State this 1st day of February, 2000

(Seal)

NOTARY PUBLIC - STATE OF FLORIDA
MICHAEL MALISZEWSKI
COMMISSION # CC753189
EXPIRES 7/28/2002
BONDED THRU ASA 1-888-NOTARY1



Notary Public, Seal of Florida
My Commission Expires: 7/28/2002

ACCEPTANCE OF REGISTERED AGENT

FOR

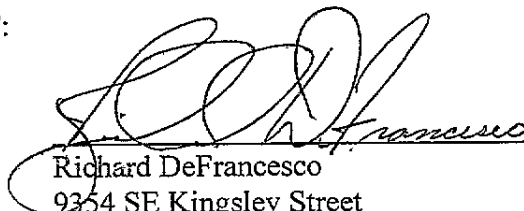
SPIRITECH, INC.

Pursuant to the provisions of Florida Statutes §607.0501, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

I, Richard DeFrancesco, having been named to accept service of process, for the above-stated corporation at the place designated in the foregoing Articles of Incorporation, hereby agree to act in that capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated this / day of February, 2000.

REGISTERED AGENT:


Richard DeFrancesco
9354 SE Kingsley Street
Hobe Sound, FL 33455

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA