

Charter Number Only

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**POOR**  
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Requestor's Name  
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CORPORATION(S) NAME

700003293607--5  
-06/16/00--01017--010  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

"Sphero Corp."

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|--|--|---|
| <input checked="" type="checkbox"/> Profit         | <input type="checkbox"/> Amendment       | <input type="checkbox"/> Merger                     |
| <input type="checkbox"/> NonProfit                 | <input type="checkbox"/> Foreign         | <input type="checkbox"/> Mark                       |
| <input type="checkbox"/> Limited Partnership       | <input type="checkbox"/> Dissolution     | <input type="checkbox"/> Other                      |
| <input type="checkbox"/> Reinstatement             | <input type="checkbox"/> Annual Report   | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reservation               | <input type="checkbox"/> Photo Copies    | <input type="checkbox"/> Certificate Under Seal     |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> After 4:30                 |
| <input type="checkbox"/> Walk In                   | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> Pick Up                    |
| <input type="checkbox"/> Will Wait                 |  |   |

Name
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FILED  
00 JUN 21 AM 11:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
RECEIVED  
00 JUN 16 AM 9:27  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

CERTIFIED COPY  
W-15391

Empire Toll Free: 1-800-432-3028



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

June 16, 2000

EMPIRE

MIAMI, FL

SUBJECT: SPHERE INC.  
Ref. Number: W00000015391

We have received your document for SPHERE INC.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6934.

Loria Poole  
Corporate Specialist

Letter Number: 400A00034485

RECEIVED  
00 JUN 21 AM 9:15  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

*Sphere Gear Inc.*

These Articles are in compliance with Chapter 607, F.S.

Article I

The name of this corporation shall be:

*SPHERE Gear Inc.*

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Article II

This corporation shall commence existence upon the date of filing with the Division of Corporations, state of Florida, and shall have perpetual existence.

Article III

The principal place of business and mailing address of this corporation shall be:

*12852 N.W. 8TH LANE MIAMI, FLA. 33182*

Article IV

The general nature of business of this corporation is to transact any and all lawful business.

Article V

The number of shares which this corporation shall have authority to issue is *100* shares, having an individual par value of \$ *1.00*

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

Article VI

The name and street address of the initial Registered Agent of this corporation shall be:

*JACK KUOKS  
12852 N.W. 8TH LANE.  
MIAMI, FLORIDA 33182*

## Article VII

The initial board of Directors shall consist of a total of / person(s) and the name and address of the person(s) who are to serve as an initial director(s)

ALFREDO PORTELES  
PRESIDENT  
AVENIDA JOSE ANTONIO PAEZ  
URB. TERRAZA DEL PARAISO  
TORRE-E PISO-11 APT-112  
CARACAS VENEZUELA

## Article VIII

The name and address of the incorporator executing these Articles of Incorporation is:

JACK FUCHS  
12852 N.W. 8TH LANE  
MIAMI, FLORIDA 33182

The undersigned has executed these Articles of Incorporation this 15 day of JUNE, 2000

  
\_\_\_\_\_  
Incorporator

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, 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 OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



REGISTERED AGENT

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