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W. LEE KING, JR., P.A.

LICENSED IN FLORIDA, ARIZONA AND PENNSYLVANIA

900 E. Ocean Blvd., Suite 142, Stuart, Florida 34994
Phone: (561) 223-2100 • Fax: (561) 223-1468

00 SEP 25 AM 9:39
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

September 21, 2000

Division of Corporations
New Corporation Division
P.O.Box 6327
Tallahassee, Florida 32314

RE: New Filing of Corporation

To whom it may concern:

100003403471--9
-09/25/00--01144--003
*****78.75 *****78.75

Enclosed you will find an original and one copy for new filing of a Florida Corporation. Our check in the amount of \$78.75 is for filing fee and certification. Please mail the copy back as soon as possible.

Sincerely,

LAW OFFICES OF W. LEE KING, JR., P.A.



Susan King
Legal Assistant

enc.
/sk

F. CHESSEN SEP 27 2000

**ARTICLES OF INCORPORATION
OF
LOKING, INC.**

The undersigned subscriber to these Articles of Incorporation, each a natural person, and competent to contract, hereby associate themselves together to form a corporation for profit under the laws of the State of Florida. The effective date of Incorporation will be the date of filing of these Articles.

ARTICLE I - NAME

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

ARTICLE II - NATURE OF BUSINESS

To do all and every necessary and proper act for the purpose of transacting any and lawful business and/or any other objectives enumerated in this certificate of incorporation or any amendment thereof or necessary and incidental to the protection and benefit of the corporation; and in general to carry on any lawful business permitted under the laws of the United States of America, the State of Florida and all singularly remaining States in the Union.

ARTICLE III - TERM OF EXISTENCE

This Corporation shall have perpetual existence and the commencement of the Corporate existence shall be at the time of the filing of these Articles.

ARTICLE IV- CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is one thousand (1,000) shares. Such shares shall be of single class and shall have a par value of One Dollars (\$1.00) per share. Authorized capital stock may be paid for in cash, services, or property, at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

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ARTICLE V - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of the business and the corporation is to be: 900 E. Ocean Blvd., Suite 142, Stuart, Florida 34994. The Board of Directors may, from time to time, designate such other address and place for the principal office of this corporation in the State of Florida as it may see fit.

ARTICLE VI - INITIAL REGISTERED OFFICER AND AGENT

The registered agent of this corporation shall be: W. Lee King, Jr. and the mailing address shall be: 900 E. Ocean Blvd., Suite 142, Stuart, Florida 34994.

ARTICLE VII - DIRECTORS

This corporation shall have one (2) directors initially. The number of Directors may be increased or diminished from time to time by the By-Laws adopted by the shareholders. The corporation shall never be less than one (1) Director.

ARTICLE VIII - INITIAL DIRECTORS AND OFFICERS

The name and address of the first Board of Directors who shall hold office until their successors are elected and have qualified are as follows:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
W. Lee King, Jr.	President	900 E. Ocean Blvd., Suite 142 Stuart, Florida 34994
William Mike Lowry	Vice-President	3330 NE Indian River Drive Jensen Beach, Florida 34957

ARTICLE IX - INCORPORATORS

The name and street address of each subscriber of these Articles of Incorporation and the number of shares of stock each agrees to take are as follow

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES OF STOCK</u>
W. Lee King, Jr.	900 E. Ocean Blvd., Suite 142 Stuart, Florida 34994	Fifty (50%)
William Mike Lowry	3330 NE Indian River Drive Jensen Beach, Florida 34957	Fifty (50%)


ARTICLE X - AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at stockholders meeting by a majority of the stock entitled to a vote thereto, unless all the stockholders and all the Directors sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XI - BY-LAWS

The power to adopt, alter, amend, or repeal By-Laws shall be vested in the Board of Directors an the Stockholders.

IN WITNESS WHEREOF, We, have hereunto set our names and seals, acknowledged and filed the foregoing Articles of Incorporation this under the laws of the State of Florida, this 21 day of September, 2000.

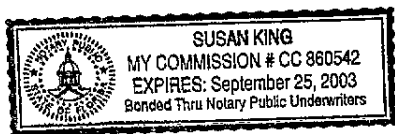


STATE OF FLORIDA

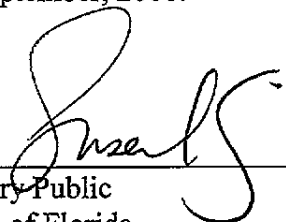
COUNTY OF MARTIN

I **HEREBY CERTIFY** that on this day, before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared Lee King who is personally known to me, or who has presented a drivers license as identification and who did/did not take an oath, executed the foregoing Articles of Incorporation and acknowledged before me that he subscribed to those Articles of Incorporation for the purposes therein designated.

WITNESS my hand and seal this 21 day of September, 2000.



[SEAL]



Notary Public
State of Florida


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

In pursuance of Chapter 48.091, and 607.0501, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST: That **SPIRIT ENTERPRISES INTERNATIONAL**, having been organized under the laws of the State of Florida, with its principal office and place of business at 900 E. Ocean Blvd. Suite 142, Stuart, Florida 34994, as indicated in the Articles of Incorporation, has named W. Lee King, Jr., 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.



W. Lee King, Jr.
Registered Officer
900 E. Ocean Blvd., Suite 142
Stuart, Florida 34994

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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