

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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SGPC, Inc.

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*****78.75 *****78.75

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DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA
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TO ACKNOWLEDGE
SUFFICIENCY OF FILING

☒ Art of Inc. File

☐ LTD Partnership File

☐ Foreign Corp. File

☐ L.C. File

☐ Fictitious Name File

☐ Trade/Service Mark

☐ Merger File

☐ Art. of Amend. File

☐ RA Resignation

☐ Dissolution / Withdrawal

☐ Annual Report / Reinstatement

☒ Cert. Copy

☐ Photo Copy

☐ Certificate of Good Standing

☐ Certificate of Status

☐ Certificate of Fictitious Name

☐ Corp Record Search

☐ Officer Search

☐ Fictitious Search

☐ Fictitious Owner Search

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TALLAHASSEE, FLORIDA

Signature

Requested by:

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J. BRYAN

JUL 13 2001

ARTICLES OF INCORPORATION

OF

SGPC, INC.

ARTICLE I

The name of the corporation is SGPC, INC. The principle office and mailing address is:

**c/o 1551 Forum Place, Suite 400B
West Palm Beach, Florida 33401**

ARTICLE II

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III

The corporation shall have perpetual existence.

ARTICLE IV

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 10,000 shares of .10 cents of voting common stock.

ARTICLE V

The Registered Agent and street address of the initial Registered Office of this corporation in the State of Florida shall be:

**Stuart B. Klein, Esq.
1551 Forum Place, Suite 400B**

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TALLAHASSEE, FLORIDA

West Palm Beach, FL 33401

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI

This corporation shall have two (2) directors initially. The number of Directors may be changed from time to time by the By-Laws but shall not be less than two (2). The names and addresses of the persons who are to serve as members of the initial Board of Directors are:

Salvatore Salvaggio
c/o 861 NW 85th Terrace
Apt. 1802
Plantation, FL 33324

Giovanna Salvaggio
c/o 861 NW 85th Terrace
Apt. 1802
Plantation, FL 33324

ARTICLE VII

The name and address of the person signing these Articles of Incorporation as the Incorporator is:

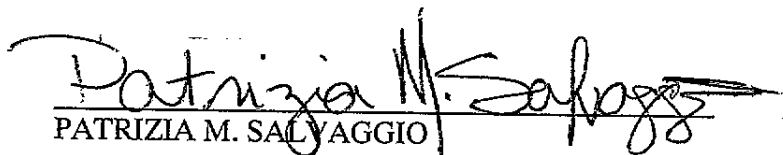
Patrizia M. Salvaggio
1551 Forum Place
Suite 400B
West Palm Beach, FL 33401

ARTICLE VIII

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 the Board of Directors to the shareholders and approved at a shareholders' meeting by at least a majority of the shareholders

entitled to vote, unless all of the directors and all of the shareholders sign a written agreement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on the 12th day of July, 2001.

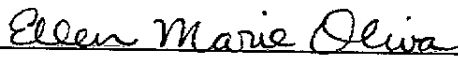

PATRIZIA M. SALVAGGIO

STATE OF FLORIDA :

:ss.

COUNTY OF PALM BEACH :

BEFORE ME, a Notary Public, personally appeared PATRIZIA M. SALVAGGIO, to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that they subscribed these Articles of Incorporation on this 12TH day of July, 2001


Notary Public



Ellen Marie Oliva
My Commission DD003952
Expires February 25, 2005

Name: ELLEN MARIE OLIVA

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

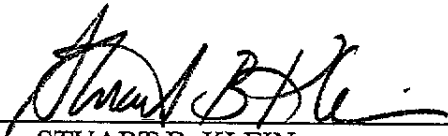
In compliance with Section 48.091, Florida Statutes, the following is submitted:

That SGPC, INC., desiring to organize under the laws of the State of Florida, with its principal office at the County of Palm Beach, State of Florida, has named Stuart B. Klein, Esq., of 1551 Forum Place, Suite 400B, West Palm Beach, Florida 33401 as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-named corporation at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

DATED this 12th day of July, 2001.

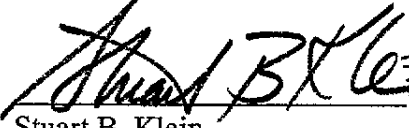
A handwritten signature in black ink, appearing to read "Stuart B. Klein", is written over a horizontal line.

STUART B. KLEIN
Registered Agent

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as statutory registered agent for SGPC, INC., a Florida corporation (the "Corporation"), I hereby agree to act in that capacity, and, on behalf of the Corporation, to accept service of process for the Corporation and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent.

REGISTERED AGENT:


Stuart B. Klein

Date: July 12, 2001

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TALLAHASSEE, FLORIDA

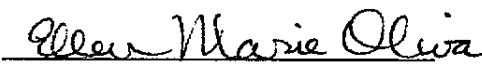
STATE OF FLORIDA :
:ss.
COUNTY OF PALM BEACH :

BEFORE ME, the undersigned officer, a Notary Public authorized to administer oaths and to take acknowledgments in and for the State and County set forth above, personally appeared Stuart B. Klein, known to me and known by me to be the person named in the foregoing Affidavit of Acceptance of Appointment as Registered Agent, and he acknowledged to me and before me that he agrees to act in the capacity of the registered agent of SGPC, INC., a Florida corporation.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal in the State and County aforesaid, this 12TH day of July, 2001.



Ellen Marie Oliva
My Commission DD003952
Expires February 25, 2005


Notary Public
Name: ELLEN MARIE OLIVA