

TRANSMITTAL LETTER

P01000078046

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

SUBJECT: SPM VENTURES INC
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

900004519779--6
-08/06/01--01114--003
*****87.50 *****87.50

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00 Filing Fee
 \$78.75 Filing Fee & Certificate of Status

\$78.75 Filing Fee & Certified Copy
 \$87.50 Filing Fee, Certified Copy & Certificate of Status
ADDITIONAL COPY REQUIRED

FROM: JONATHAN LEINWAND
Name (Printed or typed)

2500 N. FEDERAL HWY. STE 100
Address

FORT LAUDERDALE FL 33305
City, State & Zip

954-563-1583
Daytime Telephone number

01 AUG - 6 PM 3:18
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

T. Burch AUG 8 2001

ARTICLES OF INCORPORATION

OF

SPM VENTURES INC.

FILED

01 AUG -6 PM 3: 18

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

ARTICLE I. NAME

The name of the corporation shall be SPM Ventures Inc.

ARTICLE II. PRINCIPAL OFFICE

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

105 N. Cooper St.
New Smyrna Beach, Florida 32169

ARTICLE III. SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1,000 par value \$.001 per share.

ARTICLE IV. INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

Jonathan D. Leinwand, Esq.
Jonathan D. Leinwand, P.A.
2500 N. Federal Highway
Suite 100
Fort Lauderdale, FL 3305

ARTICLE V. DIRECTORS

The initial Director of the Corporation shall be:

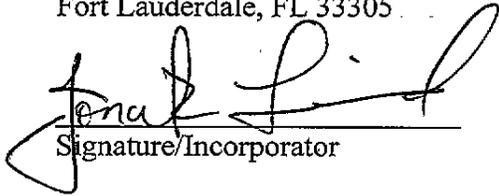
Peter Miller
105 N. Cooper St.
New Smyrna Beach, Florida 32169

There shall be at least one director of the Corporation at all times. Each and every Director shall be indemnified by the Corporation to the fullest extent allowed by law.

ARTICLE VI. INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are:

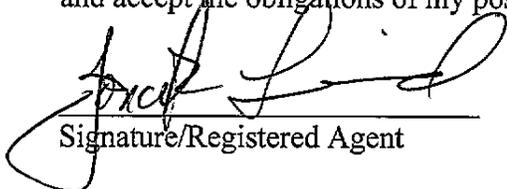
Jonathan D. Leinwand, Esq.
Jonathan D. Leinwand, P.A.
2500 N. Federal Highway
Suite 100
Fort Lauderdale, FL 33305



Signature/Incorporator

August 2, 2001
Date

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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



Signature/Registered Agent

August 2, 2001
Date