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SECRETARY OF STATE
TALLAHASSEE FLORIDA

BRADLEY K. ALLEY
MICHAEL J. APPLETON
MICHAEL L. MARLOWE
WILLIAM P. WEATHERFORD, JR.

PLEASE REPLY TO:
POST OFFICE DRAWER 2366
WINTER PARK, FLORIDA 32790-2366
FACSIMILE (407) 740-0310
E-MAIL: mjamawlaw@earthlink.net

GREGORY E. MELNICK, JR.
Of Counsel

August 22, 2001

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, Florida 32314

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-08/27/01--01065--001
*****78.75 *****78.75

Re: Spiritwins Communication, Inc.

Gentlemen:

Enclosed are an original and one copy of articles of incorporation for Spiritwins Communication, Inc., together with the registered agent designation and acceptance and our trust account check in the amount of \$78.75 for the following:

Filing fee	\$35.00
Registered agent designation	35.00
Certified copy of articles	<u>8.75</u>

Total: \$78.75

The certified copy of the articles should be returned to the undersigned. Thank you for your assistance and cooperation in this matter.

Very truly yours,


Michael J. Appleton

MJA:s
Enclosures

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8/27/01

ARTICLES OF INCORPORATION
OF
SPIRITWINS COMMUNICATION INCORPORATED

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

ARTICLE I

The name of this corporation shall be Spiritwins Communication Incorporated.

ARTICLE II

The corporation shall have perpetual existence, unless sooner dissolved according to law.

ARTICLE III

The aggregate number of shares which the corporation is authorized to issue is 1,000, all of which shall be common shares without par value.

ARTICLE IV

The principal place of business of the corporation will be located at 1001-B Willard Avenue, Winter Park, Florida 32789. The name of the initial registered agent at such address is Roger Jefferson Engle.

ARTICLE V

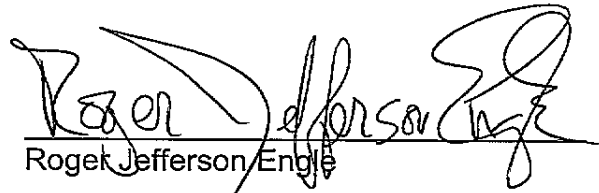
The name and address of the incorporator of this corporation is as follows:

<u>Name</u>	<u>Address</u>
Roger J. Engle	1001-B Willard Avenue Winter Park, Florida 32789

ARTICLE VI

The corporation shall indemnify its directors, officers, employees and agents to the fullest extent permitted by law.


IN WITNESS WHEREOF, the undersigned, being the sole subscriber to these Articles of Incorporation, does hereby make and file these Articles of Incorporation, and has hereunto set his hand and seal at Winter Park, in the County of Orange, State of Florida, this 13th day of August, 2001.


Roger Jefferson Engle

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I, ROGER JEFFERSON ENGLE, having been designated as registered agent for SPIRITWINS COMMUNICATION INCORPORATED, hereby accept said appointment and declare that I am familiar with and accept the duties and responsibilities as registered agent for said corporation.

DATED at Winter Park, Orange County, Florida, this 13th day of August, 2001.


Roger Jefferson Engle

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TALLAHASSEE FLORIDA