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TRANSMITTAL LETTER

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

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-12/28/01-01038-001
*****78.75 *****78.75

EFFECTIVE DATE

1-1-02

SUBJECT: Gary Sprague, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are 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: Gary F. Sprague
Name (Printed or typed)
13564 Ishnala Court
Address
Wellington, Florida 33414
City, State & Zip
(561) 791-0177
Daytime Telephone number

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
01 DEC 28 PM 1:04

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

F. CHESSEB DEC 31 2001

**Articles of Incorporation
of
Gary Sprague, Inc.**

The undersigned, acting as an incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

Article I. Name

The name of this corporation shall be **Gary Sprague, Inc.**

EFFECTIVE DATE

1-1-02

Article II. Principal Office

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

**13564 Ishnala Court
Wellington, FL 33414**

Article III. Term

This corporation shall exist in perpetuity.

Article IV. Purpose

The purpose for which the corporation is organized is to engage in any activity or business permitted under the laws of the State of Florida and the United States of America.

Article V. Shares

Section 5.01 Number

The aggregate number of shares that the corporation shall have the authority to issue is one thousand (1,000) shares with a par value of One Dollar (\$1.00) per share.

Section 5.02 Initial Issue

One hundred (100) shares of Capital Stock of the corporation shall be issued for cash at the value of one (\$1.00) Dollar per share.

Section 5.03 Stated Capital

The sum of the value of all shares of Capital Stock of the corporation that have been issued shall be the stated capital of the corporation at any particular time.

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STATE
SECRETARY OF
TALLAHASSEE, FLORIDA
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**Articles of Incorporation
of
Gary Sprague, Inc.**

Section 5.04 Dividends

The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the capital stock of the corporation.

Section 5.05 Classes of Stock

The shares of the corporation are not to be divided into classes.

Section 5.06 Series

The corporation is not authorized to issue shares in series.

Article VI. Board of Directors

The initial Board of Directors shall consist of one member. The Board of Directors need not be residents of the State of Florida or shareholders of the corporation. The number of directors may be increased or decreased from time to time, by By-Laws adopted by the Shareholders, but the corporation shall never have less than one director.

The name and address of the initial Board of Directors who shall serve as Director(s) until the first annual meeting of shareholders, or until their successor(s) shall have been elected and qualified, is as follows:

**Gary F. Sprague
13564 Ishnala Court
Wellington, FL 33414**

Article VII. Initial Registered Agent and Street Address

The name of the initial registered agent and the initial street address in Florida of the initial registered office of the corporation shall be:

**Gary F. Sprague
13564 Ishnala Court
Wellington, FL 33414**

**Articles of Incorporation
of
Gary Sprague, Inc.**

Article VIII. Incorporator

The name and address of the initial incorporator is as follows:

**Gary F. Sprague
13564 Ishnala Court
Wellington, FL 33414**

Article IX. Shareholder Action

An affirmative vote of three-fourths of the shares of the corporation shall be required for any shareholder action.

Article X. Shareholder Powers

The shareholders shall have the power to adopt, amend, alter, change or repeal the articles of incorporation when proposed and approved at a stockholder's meeting with not less than a majority vote of the common stock.

Article XI. Preemptive Rights

The holder's of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such of the shares of the stock of this corporation as may be issued for money, or any property or services from time to time, in addition to that stock authorized and issued by the corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued.

Article XII. Shareholder Voting

The Shareholders of this corporation shall be allowed to vote their shares cumulatively so as to give one shareholder as many votes as the number of directors to be elected multiplied by the number of said shareholder's shares, to distribute them among as many candidates as said shareholder may wish. Notice must be given by any shareholder to the President or Vice President of said corporation not less than twenty-four hours prior to the time set for the holding of a shareholders' meeting for the election of directors that said shareholder intends to cumulate his vote at said election.

**Articles of Incorporation
of
Gary Sprague, Inc.**

Article XIII. Effective Date

The effective date of Incorporation shall be **January 01, 2002.**

Article XIV. Indemnification

The corporation shall indemnify any officer or director or any former officer or director to the extent permitted by law.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
01 DEC 28 PM 1:04

Gary F. Sprague

Signature of Incorporator

Gary F. Sprague

Dec. 12, 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.

Gary F. Sprague

Signature of Registered Agent

Gary F. Sprague

Dec. 12, 2001

Date