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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Spain City Corp

(Corporation Name)

(Document #)

EFFECTIVE DATE

01-10-02

2. _____
(Corporation Name)

(Document #)

3. _____
(Corporation Name)

(Document #)

4. _____
(Corporation Name)

(Document #)

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NEW FILINGS

- ☒ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

Examiner's Initials

ARTICLES OF INCORPORATION

OF

SPIN CITY CORP.

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In compliance with the requirements of Florida Statutes, Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is: Spin City Corp.

EFFECTIVE DATE

ARTICLE II

01-10-02

Pursuant to Section 607.0203, Florida Statutes, this Corporation shall commence upon the date of execution of these Articles of Incorporation. This Corporation shall have perpetual existence.

ARTICLE III

The street address of the principal office of the Corporation is 7901 Baymeadows Circle East, Apartment 517, Jacksonville, Florida 32256.

ARTICLE IV

This Corporation is authorized to issue 1,000 shares of Common Stock, all of which shall have a par value of \$1.00 per share.

ARTICLE V

The initial street address of the Corporation's registered office is One Independent Drive, Suite 2200, Jacksonville, FL 32202. The initial registered agent for the Corporation at that address is S. Hunter Malin, Esquire.

ARTICLE VI

The initial board of director shall consist of one (1) member. The name and address of the person who will serve on the initial board of director is:

Name	Address
Andrew Morgan President	7901 Baymeadows Circle, East, Apt. 517 Jacksonville, FL 32225

ARTICLE VII

The names and street addresses of the persons signing these articles of incorporation are:

Name	Address
S. Hunter Malin	One Independent Drive, Suite 2200 Jacksonville, FL 32202

ARTICLE VIII

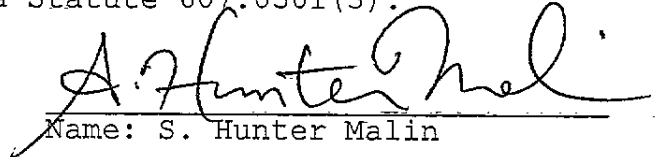
The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 10th day of January, 2002.


Name: S. Hunter Malin

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Spin City Corp., at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to Florida Statute 607.0501(3).


Name: S. Hunter Malin

Date: January 10, 2002

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