

Florida Department of State  
Division of Corporations  
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Katherine Harris, Secretary of State

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To:

Division of Corporations  
Fax Number : (850)205-0381

From:

Account Name : FAS-T CORP. AGENTS, INC.  
Account Number : 071001002335  
Phone : (305)599-0839  
Fax Number : (305)716-0346

FILED  
02 JUL 12 PM 4:00  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**FLORIDA PROFIT CORPORATION OR P.A.  
SPEAR FAMILY INVESTMENTS, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	02
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FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

July 12, 2002

FAS-T CORP.

SUBJECT: SPEAR FAMILY INVESTMENTS, INC.  
REF: W02000020095

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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FAX Aud. #: H02000164973  
Letter Number: 702A00043199

Name is OK, its not the same as the  
one mentioned in this letter.  
You make ask (Stacy or Dana.)

**ARTICLES OF INCORPORATION  
OF  
SPEAR FAMILY INVESTMENTS, INC.**

The undersigned, acting as Incorporator, signs the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

02 JUL 12 PM 4:00  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I**

The name of the corporation shall be SPEAR FAMILY INVESTMENTS, INC. (the "Corporation").

**ARTICLE II**

The existence of the Corporation shall commence upon the filing of these Articles of Incorporation by the Department of State and shall be perpetual.

**ARTICLE III**

The Corporation may engage in any and all businesses and activities permitted by the laws of the State of Florida. The Corporation shall have all the powers vested in a corporation organized under and existing by virtue of such laws.

**ARTICLE IV**

The principal business address and mailing address of the Corporation shall be:

Attn: Simeon Spear  
8350 NW 52 Terrace, Suite 301  
Miami, Florida 33166

**ARTICLE V**

The initial registered agent and street address of the initial registered office of the Corporation shall be:

Attn: Glenn Spear  
8350 NW 52 Terrace, Suite 301  
Miami, Florida 33166

**ARTICLE VI**

**AUTHORIZED SHARES**

The aggregate number of shares which the Corporation shall have authority to issue shall be 1,000 voting shares of A Common Stock, at the par value of \$1.00 and 9,000 non-voting shares of B Common Stock, at the par value of \$1.00.

**ARTICLE VII**

This Corporation shall have one director initially. The name and address of the initial director of the Corporation, who shall hold office until his successors are elected and qualified or until his earlier resignation or removal from office is:

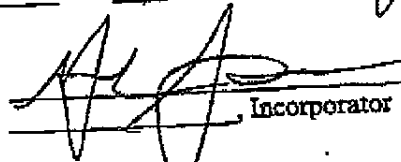
Attn: Simeon Spear  
8350 NW 52 Terrace, Suite 301  
Miami, Florida 33166

**ARTICLE VIII**

The name and address of the Incorporator of the Corporation is:

Attn: Glenn Spear  
8350 NW 52 Terrace, Suite 301  
Miami, Florida 33166

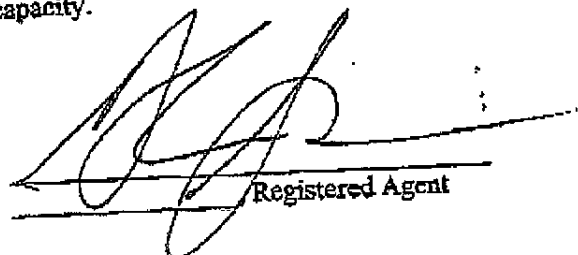
Executed at Miami, Florida this 10 day of July, 2002.

  
\_\_\_\_\_, Incorporator

**ACCEPTANCE BY REGISTERED AGENT**

Having been appointed the Registered Agent of SPEAR FAMILY INVESTMENTS, Inc., the undersigned accepts such appointment and agrees to act in such capacity.

Dated this 10 day of July, 2002.

  
\_\_\_\_\_, Registered Agent

MOIN/01 1266.0003/M1039847\_1

**ARTICLE VI****AUTHORIZED SHARES**

The aggregate number of shares which the Corporation shall have authority to issue shall be 1,000 voting shares of A Common Stock, at the par value of \$1.00 and 9,000 non-voting shares of B Common Stock, at the par value of \$1.00.

**ARTICLE VII**

This Corporation shall have one director initially. The name and address of the initial director of the Corporation, who shall hold office until his successors are elected and qualified or until his earlier resignation or removal from office is:

Attn: Simeon Spear  
8350 NW 52 Terrace, Suite 301  
Miami, Florida 33166

**ARTICLE VIII**

The name and address of the Incorporator of the Corporation is:

Attn: Glenn Spear  
8350 NW 52 Terrace, Suite 301  
Miami, Florida 33166

Executed at Miami, Florida this 10 day of July, 2002.

[Signature]  
Incorporator

**ACCEPTANCE BY REGISTERED AGENT**

Having been appointed the Registered Agent of SPEAR FAMILY INVESTMENTS, Inc., the undersigned accepts such appointment and agrees to act in such capacity.

Dated this 10 day of July, 2002.

[Signature]  
Registered Agent