

**Electronic Articles of Incorporation
For**

P02000109356
FILED
October 09, 2002
Sec. Of State

SPY ENTERPRISES, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

SPY ENTERPRISES, INC.

Article II

The principal place of business address:

6171 35 AVE. NO.
ST. PETERSBURG, FL. 33710

The mailing address of the corporation is:

6171 35 AVE. NO.
ST. PETERSBURG, FL. 33710

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

1000

Article V

The name and Florida street address of the registered agent is:

WARREN J KNAUST
2167 5 AVE. NO.
ST. PETERSBURG, FL. 33713

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: WARREN J. KNAUST

Article VI

The name and address of the incorporator is:

STEPHEN P. YARDY
6171 35 AVE. NO.
ST. PETERSBURG, FL 33710

Incorporator Signature: STEPHEN P. YARDY

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: PTS
STEPHEN P YARDY
6171 35 AVE. NO.
ST. PETERSBURG, FL. 33710

Article VIII

The effective date for this corporation shall be:

10/09/2002