# UCC FILING & SEARCH SERVICES, INC. 526 East Park Avenue Tallahassee, Florida 32301 (850) 681-6528 CORPORATION NAME (S) AND DOC

HOLD

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October 15, 2002

SERVICES CORPORATION NAME (S) AND DOCUMENT NUMBER (S):		
2.000.	Spent Inc	D
		- FS
	Filing Evidence  □ Plain/Confirmation Copy	Type of Document  Certificate of Status
	□ Certified Copy	□ Certificate of Good Standing
		□ Articles Only
	Retrieval Request  Photocopy	<ul> <li>□ All Charter Documents to Include Articles &amp; Amendments</li> <li>□ Fictitious Name Certificate</li> </ul>
	□ Certified Copy	□ Other 700083864275 -10/16/0201002004 ******78.75 *****78.75
	NEW FILINGS	AMENDMENTS
X	Profit	Amendment
	Non Profit	Resignation of RA Officer/Director
	Limited Liability	Change of Registered Agent
	Domestication	Dissolution/Withdrawal
	Other	Merger
	OTHER FILINGS	REGISTRATION/QUALIFICATION
	Annual Reports	Foreign
	Fictitious Name	Limited Liability دبی
	Name Reservation	Foreign  Limited Liability  Reinstatement
	Reinstatement	Trademark

Other

### ARTICLES OF INCORPORATION

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OF

### Spent Inc.

The undersigned incorporators, for the purposes of forming a corporation under the Florida Business Corporations Act, hereby adopt(s) the following Articles of Incorporation:

# ARTICLE ONE NAME AND PRINCIPAL ADDRESS

The name of the corporation shall be Spent Inc. The Principal address of the Corporation will be 2784 S. Ocean Boulevard, Apt. #1025, Palm Beach, Florida 33480.

# ARTICLE TWO DURATION

This corporation shall have perpetual existence commencing on the date of filing of these Articles with the Department of State.

## ARTICLE THREE PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under Florida law.

### ARTICLE FOUR CAPITAL STOCK

The number of shares of stock that this Corporation is authorized to have outstanding at any one time is one thousand (1,000) shares at \$1.00 par value.

# ARTICLE FIVE PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

### ARTICLE SIX REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1900 Corporate Blvd., Suite 400 East, Boca Raton, Florida 33431 and the name of the initial registered agent at that address is Charles Scher.

## ARTICLE SEVEN INITIAL BOARD OF DIRECTORS

The Corporation shall have one (1) director initially. The number of directors may be increased from time to time by the By-Laws but shall never be less than one (1). The name and address of the initial directors of this Corporation are as follows:

NAME

Michael D. Ivancevic

<u>ADDRESS</u>

2784 S. Ocean Boulevard, Apt. #1025 Palm Beach, Florida 33480

## ARTICLE EIGHT INDEMNIFICATION

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

### ARTICLE NINE AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

# ARTICLE TEN INCORPORATOR

The name and address of the person signing these Articles is as follows: Charles Scher, 1900 Corporate Blvd., Suite 400 East, Boca Raton, Florida 33431

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of

Incorporation this 11th day of October, 2002.

Charles Scher

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 11th<sup>th</sup> day of October 2002, by Charles Scher, as Incorporator of Spent Inc., on behalf of the Corporation, and is personally known to me did take oath.

NOTARY PUBLIC

NAME:

Certificate Designating Place of Business or Domicile for the Service of Process Within This State, Naming Agent Upon Whom Process May be Served

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That Spent Inc., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at 2784 S. Ocean Boulevard, Apt. #1025, Palm Beach, Florida 33480, County of Palm Beach, State of Florida, has named Charles Scher located at, 1900 Corporate Blvd., Suite 400 East, Boca Raton, Florida 33431 County of Palm Beach, State of Florida, as its agent to accept service of process within this state.

### ACKNOWLEDGMENT:

I hereby certify that I am familiar with and accept the duties and responsibilities as registered agent for said Corporation.

Registered Agent

By

Charles Scher

SECRETARY OF STATE A
TALLAHA SSEE, FLORIDA
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