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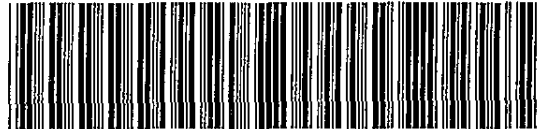
(Business Entity Name)

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SEP 15 2003

TRANSMITTAL LETTER

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

SUBJECT: SPIRITSTOCK, INC.

Enclosed is an original and one (1) copy of the Articles of Incorporation and Certificate of Designation of Registered Agent/Registered Office and a check for \$70.00 for filing fee and registered agent fee.

FROM: Lonnie R. Stockham
404 Rogers Rd
Leesburg, Fl 34748

PHONE: (352) 315-1591

Enclosures
Original and One Copy of Articles

**ARTICLES OF INCORPORATION
OF
SPIRITSTOCK, INC.**

Pursuant to Chapter 607 of the Florida Business Corporation Act, the undersigned incorporators submit these articles of Incorporation for the purpose of forming a for-profit corporation.

ARTICLE I

The name of the Corporation is: SPIRITSTOCK, INC.

ARTICLE II

The principal place of business and mailing address of this corporation is:

201 E. Main St.
Leesburg, Fl 34748

ARTICLE III

Duration: The period of its duration is perpetual.

ARTICLE IV

Purpose: The purpose is to engage in any activities or business permitted under the laws of the United States and Florida; including but not limited to advertising specialties and signs

ARTICLE V

Capital Stock: The corporation is authorized to issue one class of stock, that stock being Three Hundred (300) shares at One (\$1.00) Dollars per share, common stock, with identical rights and privileges, the transfer of which is restricted according to the bylaws of the corporation.

ARTICLE VI

Initial Registered Office and Agent: The name and address of the initial registered agent and office of this corporation is as follows:

LONNIE R. STOCKHAM
201 E. Main St
Leesburg, Fl 34748

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ARTICLE VII

Initial Board of Directors. This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one (1). The names and addresses of the initial director of this corporation is:

NAME	ADDRESS
Lonnie R. Stockham, President, Secretary/Treasurer	404 Rogers Road Leesburg, Florida 34748

ARTICLE VIII

Incorporators. The name and addresses of the Incorporator signing these Articles of Incorporation is:

NAME	ADDRESS
Lonnie R. Stockham	404 Rogers Road Leesburg, Florida 34748

ARTICLE IX

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

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, this 2ND day of SEPTEMBER, 2003.

Witness to Incorporators Signatures

Anthony Klina
Marybeth Peterson

Lonnie R. Stockham
LONNIE R. STOCKHAM

and to Registered Agent
Signature

Anthony Klina

Lonnie R. Stockham
REGISTERED AGENT

**CERTIFICATE OF DESIGNATION
OF
REGISTERED OFFICE AND REGISTERED AGENT**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: SPIRITSTOCK, INC.
2. The name and address of the registered agent and office is:

Lonnie R. Stockham
201 E. Main St.
Leesburg, Fl 34748
(352) 315-1591

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.

Signature of registered agent



LONNIE R. STOCKHAM

Date of Signature: 9-2-2003

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