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Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850) 205-0381

From: Account Name : AGENTS AND CORPORATIONS, INC
Account Number : 120010000112
Phone : (302) 575-0875
Fax Number : (302) 575-0925

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SEC
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

Spiceman Enterprises, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
Spiceman Enterprises, Inc.**

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME

The name of the corporation shall be: Spiceman Enterprises, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailling address is: PMB 233, 5824 Beeridge Road, Sarasota, FL 34233

ARTICLE III PURPOSE

The purpose for which the corporation is organized is to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporations Act of the State of Florida.

ARTICLE IV SHARES

The number of shares of stock authorized to issue 1,500 shares of no par common voting stock.

ARTICLE V REGISTERED AGENT

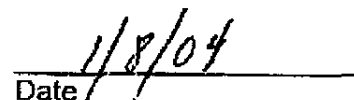
The name and Florida street address of the registered agent is Agents and Corporations, Inc., Suite E, 773 4th Avenue North, Naples, Florida 34102.

ARTICLE VI INCORPORATOR

The name and address of the Incorporator is: David N. Williams, Esq., Suite E, 773 4th Avenue North, Naples, Florida 34102.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept appointment as registered agent and agree to act in this capacity


Signature/Registered Agent


Date 1/8/04


Signature/Incorporator


Date 1/8/04