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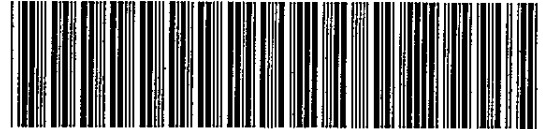
(Business Entity Name)

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SECRETARY OF STATE
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04 AUG 23 PM 12:59

W04-31141

LAW OFFICES OF
EMORY C. JORDAN, III, P.A.
415 SECOND AVENUE NORTH
LAKE WORTH, FL 33460

EMORY C. JORDAN, III
ATTORNEY AT LAW

TELEPHONE
(561) 588-6242
FAX
(561) 588-0474

Aug 5th, 2004

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

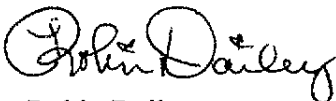
**RE: ARTICLES OF INCORPORATION
SPEARPOINTE, INC.**

Dear Sir or Madam:

Enclosed please find Articles of Incorporation Check # 10364 in the amount of \$78.75. Please file the enclosed Articles and when complete send them back to this office. I have enclosed a self-addressed, stamped envelope for your convenience.

If you have any questions or need further information, please do not hesitate to contact this office.

Yours truly,



Robin Dailey,
Legal Assistant

\rsd

Enc.



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

August 16, 2004

ROBIN DAILEY
EMORY C JORDAN III PA
415 SECOND AVENUE NORTH
LAKE WORTH, FL 33460

SUBJECT: SPEARPOINTE, INC.
Ref. Number: W04000031141

We have received your document for SPEARPOINTE, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal office and/or a mailing address in the document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6931.

Becky McKnight
Document Specialist
New Filings Section

Letter Number: 504A00050441

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ARTICLES OF INCORPORATION

OF

SPEARPOINTE, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

Article 1. Name. The name of the Corporation is:
SPEARPOINTE, INC.

Article 2. The Principle address. for business and mailing is as follows:

TIMOTHY GAFFNEY
1876 FAIRVIEW VILLAS DR. APT# 2
WEST PALM BEACH, FLORIDA 33406

Article 3. Purpose. The general purpose for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

Article 4. Capital Stock. The aggregate number of shares which the Corporation is authorized to issue is 1000 shares of common stock. Such shares shall be in a single class and shall have a par value of \$.1.00 per share.

Article 5. Initial Registered Office and Agent. The street address of the initial Registered Office of the Corporation is 415 Second Avenue North Lake Worth, Fl. 33460 and the name of the Registered Agent at that address is EMORY C. JORDAN III, ESQUIRE.

Article 6. Initial Board of Directors. The number of Directors constituting the initial Board of Directors is 1. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one. The names and address of each additional Director of the Corporation is a follows:

TIMOTHY J. GAFFNEY
1876 FAIRVIEW VILLAS DRIVE
WEST PALM BEACH, FL 33406

Article 7. Incorporators. The name and address of each
Incorporator is as follows:

TIMOTHY J. GAFFNEY
1876 FAIRVIEW VILLAS DR. APT #2
WEST PALM BEACH, FL 33406

Article 8. Amendment. The Corporation reserves the right to
amend or repeal any provisions contained in these Articles of
Incorporation or any amendment to them, and any right conferred
upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has signed these Articles
of Incorporation on this 9th day of August,
2004.

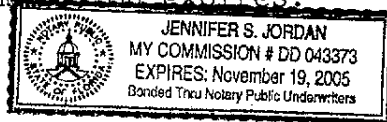

TIMOTHY J. GAFFNEY

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this
9th day of August, 2004 by TIMOTHY J. GAFFNEY,
who is personally known to me or has produced
as identification and who did or (did not)
take an oath.


NOTARY PUBLIC

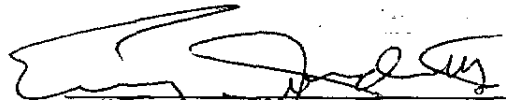
My commission expires:



ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of **SPEARPOINTE, INC.**, which is contained in the foregoing Articles of Incorporation.

DATED this 10th day of August, 2004.


EMORY C. JORDAN III, ESQUIRE
Registered Agent

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