

Oct 15 04 11:16a
Division of Corporations

BARRON & REDDING

850-785-2999

p. 1

H04000142799

Florida Department of State
Division of Corporations
Public Access System

SECRET
DIVISION OF STATE AFFAIRS
04 OCT 15 AM 7:36

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H04000206515 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 205-0361

From:

Account Name : BARRON, REDDING, HUGHES, FITE, BASSETT & FENSOM, P.A.
Account Number : 073617000710
Phone : (850) 785-7454
Fax Number : (850) 785-2999

FLORIDA PROFIT CORPORATION OR P.A.

SPIRES MANAGEMENT, INC.

Certificate of Status	1
Certified Copy	1
Page Count	04
Estimated Charge	\$87.50

Electronic Filing Menu

Corporate Filing

Public Access Help

OB 10/18

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
Fax Audit No. H040002065153
04 OCT 15 AM 7:36

**ARTICLES OF INCORPORATION
OF
SPIRES MANAGEMENT, INC.**

The undersigned, acting as incorporator of a Corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I - NAME

The name of this corporation is SPIRES MANAGEMENT, Inc.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue one hundred thousand (10,000) shares of One Dollar (\$1.00) par value of common stock, which shall be designated "Common Shares".

ARTICLE IV - INITIAL PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the initial principal office of the corporation in the State of Florida is 213 Oleander Drive, Panama City Beach, FL 32413, and the name of the initial registered agent is Scott B. Barloga, Esq. whose address is 220 McKenzie Avenue, Panama City, Florida 32401.

ARTICLE V - MANAGEMENT BY SHAREHOLDERS

The business of this corporation shall be managed by its shareholders rather than a Board of Directors. In the management of the business of this corporation, the act of the shareholders representing the majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall be the act of the shareholders, except as otherwise provided for in any

Shareholders' Agreement entered into. Each shareholder shall be entitled to one vote in person, or by proxy, for each share of voting stock held by him. A majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall constitute a quorum at any meeting of the shareholders for the management of the business of the corporation.

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII - CUMULATIVE VOTING RIGHTS

At each election for officers, every shareholder entitled to vote in the election shall have the right to cumulate his votes by giving one candidate as many votes as the number of officers to be elected at that time multiplied by the number of his shares, or by distributing the votes on the same principle among any number of the candidates.

ARTICLE VIII - INDEMNIFICATION

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

ARTICLE IX - TERM OF EXISTENCE

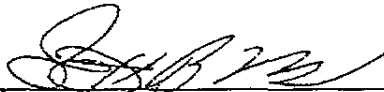
This corporation is to exist perpetually.

ARTICLE X - INCORPORATOR

The name of the person signing these Articles is Scott B. Barloga, Esq. whose address is 220 McKenzie Avenue, Panama City, Florida 32401.

Tax Audit No. H04000206515 3

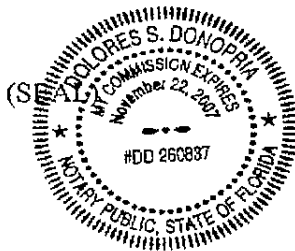
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 15th of October, 2004.

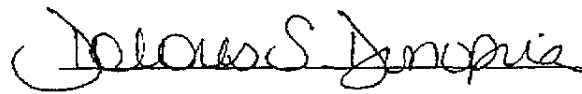


Scott B. Barloga

STATE OF FLORIDA
COUNTY OF BAY

The foregoing Articles of Incorporation of was acknowledged before me this 15th day of October, 2004, by Scott B. Barloga, Esq., who is personally known to me.





(Print Name)

Notary Public
Commission # _____
My Commission Expires: _____

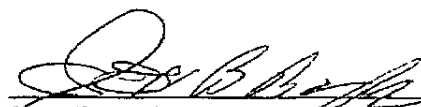
Tax Audit No. H04000206515 3

Fax Audit No. H04000206515 3

ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT
OF
SPIRES MANAGEMENT, INC.

Having been named to accept service of process for the above-named corporation, at the place designated in the Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of the Florida Business Corporation Act relative to keeping open said office.

Dated this 15th day of October, 2004.



Scott B. Barloga Esq.
Registered Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

04 OCT 15 AM 7:37

Fax Audit No. H04000206515 3