

**Electronic Articles of Incorporation
For**

P05000032339
FILED
March 01, 2005
Sec. Of State
jshivers

SPENCER U.S. HOLDINGS, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

SPENCER U.S. HOLDINGS, INC.

Article II

The principal place of business address:

590 SOUTH OAK AVENUE
BARTOW, FL. US 33830

The mailing address of the corporation is:

590 SOUTH OAK AVENUE
BARTOW, FL. US 33830

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

10000

Article V

The name and Florida street address of the registered agent is:

CENTRAL FLORIDA VISA GROUP, INC.
590 SOUTH OAK AVENUE
BARTOW, FL. 33830

I certify that I am familiar with and accept the responsibilities of registered agent.

P05000032339
FILED
March 01, 2005
Sec. Of State
jshivers

Registered Agent Signature: DOUG HALL

Article VI

The name and address of the incorporator is:

DOUG HALL
590 SOUTH OAK AVENUE
BARTOW, FLORIDA 33830

Incorporator Signature: DOUG HALL

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
GEOFF SPENCER
EAGLE HALL COTTAGE, SUNDERLAND RD
HAWTHORN, CO. DURHAM, UK. SR7 8R4 UK

Title: D
PATRICIA SPENCER
EAGLE HALL COTTAGE, SUNDERLAND RD
HAWTHORN, CO. DURHAM, UK. SR7 8R4 UK

Article VIII

The effective date for this corporation shall be:

03/01/2005