

P06000032344

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06 MAR -6 AM 8:02  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

1 March, 2006 7:2008

## COVER LETTER

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

SUBJECT: SPALDING SERVICES INC.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☒ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate of Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

**ADDITIONAL COPY REQUIRED**

FROM: Martin Spalding

Name (Printed or typed)

5 Village Drive

Address

Ormond Beach, Fl., 32174

City, State & Zip

386-672-2567

Daytime Telephone number

**NOTE: Please provide the original and one copy of the articles.**

\_\_\_\_\_; Facsimile Audit Number

## ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the FLORIDA BUSINESS CORPORATION ACT, hereby adopts the following Articles of Incorporation:

**ARTICLE I - NAME:** The name of this corporation shall be: **Spalding Services Inc.**

**ARTICLE II - PRINCIPAL OFFICE:** The principal place of business and mailing address of this corporation shall be: **5 Village Drive, Ormond Beach, FL, 32174.**

**ARTICLE III - SHARES:** The number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of No Par Value voting common stock which shall be designated "Voting Common Stock".

**ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS:** The name and Florida street address of the initial registered agent are: **Martin Spalding, 5 Village Drive, Ormond Beach, FL, 32174.**

**ARTICLE V - INCORPORATORS:** The name and address of the incorporator to these Articles of Incorporation is: **Martin Spalding, 5 Village Drive, Ormond Beach, FL, 32174.**

**ARTICLE VI - DIRECTORS:** This corporation shall have one (1) Director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time as set forth in the By-laws. The name and address of the initial member of the Board of Directors is **Martin Spalding, 5 Village Drive, Ormond Beach, FL, 32174.**

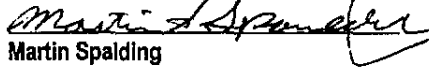
**ARTICLE VII - INDEMNIFICATION:** The corporation shall indemnify any officer or director, or any former officer or director, to the full extent allowed by law.

**ARTICLE VIII - DURATION:** This corporation shall have perpetual existence commencing on the date of filing of these articles.

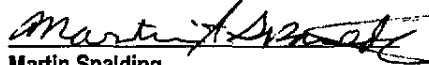
**ARTICLE IX - PRE-EMPTIVE RIGHTS:** Every shareholder, upon the sale for cash or equivalent of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof even if it requires the issuance of fractional shares, at the price at which it is offered to others.

**ARTICLE X - AMENDMENT:** This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

**ARTICLE XI - CORPORATE PURPOSE:** Corporate purpose is any and all lawful business.

 Dated the \_\_\_\_ day of February 2006.  
Martin Spalding

Having been named 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.

 Dated the \_\_\_\_ day of February 2006.  
Martin Spalding

Prepared by G.W.S. SIMPSON III, P.A.; FL Bar #0486345  
431 Canal St., New Smyrna Beach, FL 32168  
(904) 427-2360, fax (904) 423-5640

Facsimile Audit Number: \_\_\_\_\_

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