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FLORIDA PROFIT/NON PROFIT CORPORATION

ERIC D. SPENCER ENTERPRISES, INC.

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**ARTICLES OF INCORPORATION
OF
ERIC D. SPENCER ENTERPRISES, INC.**

THE UNDERSIGNED, acting as sole incorporator of a corporation to be formed under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

FIRST: The name of the corporation (the "Corporation") is:

ERIC D. SPENCER ENTERPRISES, INC.

SECOND: The initial principal office and mailing address [specify both if different] of the Corporation is:

**ERIC D. SPENCER ENTERPRISES, INC.
2325 VANDERBILT BEACH ROAD #201
NAPLES, FLORIDA 34109**

THIRD: The aggregate number of shares that the Corporation is authorized to issue is One Thousand (1,000) shares of common stock and the par value of each share shall be one dollar par value (\$1.00). Par value shall have no effect on the Corporation's capital structure.

FOURTH: The street address of the initial registered office of the Corporation is:

**ERIC D. SPENCER ENTERPRISES, INC.
2325 VANDERBILT BEACH ROAD #201
NAPLES, FLORIDA 34109**

and the name and address of the Corporation's initial registered agent at such address is:

**ERIC D. SPENCER
ERIC D. SPENCER ENTERPRISES, INC.
2325 VANDERBILT BEACH ROAD #201
NAPLES, FLORIDA 34109**

FIFTH: The number of directors constituting the Initial Board of Directors of the Corporation is one (1), and the name and address of each person who is to serve as a director of the Corporation until the first annual meeting of the shareholders of the Corporation, or until one or more successors have been elected and qualify, is:

**ERIC D. SPENCER
ERIC D. SPENCER ENTERPRISES, INC.
2325 VANDERBILT BEACH ROAD #201
NAPLES, FLORIDA 34109**

SIXTH: The name and address of the sole incorporator is:

John Clapper III, Esq.
5147 Castello Drive
Naples, FL 34103

IN WITNESS WHEREOF, the undersigned, being the sole incorporator herein before named, for the purpose of forming a corporation under the Florida Business Corporation Act, has executed these Articles of Incorporation this 24 day of May, 2006.



John Clapper III
Sole Incorporator

I, **ERIC D. SPENCER**, having been designated to act as registered agent, hereby agree to act in this capacity.



ERIC D. SPENCER
Initial Registered Agent

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