

**Electronic Articles of Incorporation
For**

P08000023953
FILED
March 05, 2008
Sec. Of State
jshivers

SP CALLAWAY GP 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:

SP CALLAWAY GP INC.

Article II

The principal place of business address:

2430 ESTANCIA BOULEVARD, SUITE 101
CLEARWATER, FL. US 33761

The mailing address of the corporation is:

2430 ESTANCIA BOULEVARD, SUITE 114
CLEARWATER, FL. US 33761

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:

1,000

Article V

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

DAVID O CANTU
2430 ESTANCIA BOULEVARD, SUITE 114
CLEARWATER, FL. 33761

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

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Registered Agent Signature: DAVID O. CANTU

Article VI

The name and address of the incorporator is:

JEFFREY C. STEINERT
1218 THIRD AVENUE, SUITE 1900

SEATTLE, WA 98101

Incorporator Signature: JEFFREY C. STEINERT

Article VII

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

Title: PSTD
J DAVID PAGE
1911 65TH AVENUE WEST
TACOMA, WA. 98466

Title: VP
PETER H LEACH
2430 ESTANCIA BOULEVARD, SUITE 101
CLEARWATER, FL. 33761

Article VIII

The effective date for this corporation shall be:

03/05/2008