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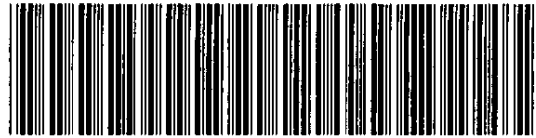
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Special Instructions to Filing Officer:

W09-8811

Office Use Only



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02/23/09--01036--016 \*\*78.75

FILED  
2009 MAR 11 PM 4:42  
CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA

T. Burch MAR 13 2009

Patricia Ellison  
Suite C  
5651 Davie Road  
Davie, Florida 33314

February 16, 2009

Secretary of State  
Division of Corporations  
Corporate Filings  
P.O. Box 6327  
Tallahassee, Florida 32314

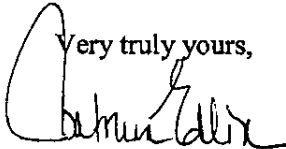
**Re: Articles of Incorporation  
The Spruce Goose, Inc.**

Gentlemen:

Enclosed are two (2) copies of Articles of Incorporation of The Spruce Goose, Inc., along with a check in the amount of \$78.75. Please return a certified copy to the undersigned.

If there are any questions, please call.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Patricia Ellison', written over the closing 'Very truly yours,'.

Patricia Ellison

Enclosure



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

February 24, 2009

PATRICIA ELLISON  
5651 DAVIE ROAD STE C  
DAVIE, FL 33314

SUBJECT: THE SPRUCE GOOSE, INC.  
Ref. Number: W09000008811

We have received your document for THE SPRUCE GOOSE, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6928.

Tim Burch  
Regulatory Specialist II  
New Filing Section

Letter Number: 109A00006464

**ARTICLES OF INCORPORATION**  
**OF**  
**THE SPRUCE GOOSE HOME DECOR, INC.**

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE I**

**NAME**

The name of the corporation is The Spruce Goose Home Decor, Inc. and its address is Suite C, 5651 Davie Road, Davie, Florida 33314.

**ARTICLE II**

**DURATION**

The duration of the corporation is perpetual.

**ARTICLE III**

**PURPOSE**

The general purposes for which the corporation is organized are:

(1) To transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

(2) To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

**ARTICLE IV**

**AUTHORIZED SHARES**

The aggregate number of shares which the corporation is authorized to issue is 5000 shares, with a par value of \$1.00 per share.

**ARTICLE V**

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NINTH JUDICIAL CIRCUIT  
TALLAHASSEE, FLORIDA

## **REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is Suite C, 5651 Davie Road, Davie, Florida 33314 and the name of its initial registered agent at such address is Patricia Ellison.

## **ARTICLE VI**

### **DIRECTORS**

The number of directors constituting the board of directors of the corporation shall be determined in accordance with the By-Laws, but shall not be less than one. The number of directors constituting the initial board of directors is one (1). The names and addresses of the persons who are to serve as the members of the initial board of directors are:

Patricia Ellison  
Suite C  
5651 Davie Road  
Davie, Florida 33314

## **ARTICLE VII**

### **INCORPORATOR**

The name and address of the incorporator are:

Patricia Ellison  
Suite C  
5651 Davie Road  
Davie, Florida 33314

## **ARTICLE VIII**

### **INDEMNIFICATION**

The corporation shall indemnify each director, officer and shareholder of the corporation against any and all liability and expenses incurred by him in connection with or arising out of any action, suit or proceeding in which he may be involved, by reason of his being or having been an officer, director or shareholder of the corporation to the full extent permitted by the laws of the State of Florida.


Executed by the undersigned on the 28 day of February, 2009.



Patricia Ellison

Acknowledgment of Appointment by Registered Agent

Having been named the registered agent for the above corporation at the place designated in the foregoing Articles of Incorporation, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open.



Patricia Ellison  
Registered Agent