

**Electronic Articles of Incorporation
For**

P09000099316
FILED
December 09, 2009
Sec. Of State
jshivers

SP CAPITAL PARTNERS, 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 CAPITAL PARTNERS, INC.

Article II

The principal place of business address:

1441 BRICKELL AVENUE
15TH FLOOR
MIAMI, FL. 33131

The mailing address of the corporation is:

1441 BRICKELL AVENUE
15TH FLOOR
MIAMI, FL. 33131

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:

100

Article V

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

JEFFREY A TEW
1441 BRICKELL AVENUE
15TH FLOOR
MIAMI, FL. 33131

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

P09000099316
FILED
December 09, 2009
Sec. Of State
jshivers

Registered Agent Signature: JEFFREY TEW

Article VI

The name and address of the incorporator is:

JEFFREY TEW
1441 BRICKELL AVENUE
15TH FLOOR
MIAMI, FL 33131

Incorporator Signature: JEFFREY TEW

Article VII

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

Title: P
RYAN MATTERA
1441 BRICKELL AVENUE
MIAMI, FL. 33131

Title: D, S
JOSEPH FARRAR
1441 BRICKELL AVENUE
MIAMI, FL. 33131

Article VIII

The effective date for this corporation shall be:

12/09/2009