

**Electronic Articles of Incorporation
For**

P11000050306
FILED
May 26, 2011
Sec. Of State
jshivers

SPRUCE PEAK VENTURES, 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:

SPRUCE PEAK VENTURES, INC.

Article II

The principal place of business address:

848 SPRING PARK LOOP
CELEBRATION, FL. US 34747

The mailing address of the corporation is:

848 SPRING PARK LOOP
CELEBRATION, FL. US 34747

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:

1000

Article V

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

MARC SHELTON
848 SPRING PARK LOOP
CELEBRATION, FL. 34747

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

Registered Agent Signature: MARC SHELTON

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Article VI

The name and address of the incorporator is:

MARC SHELTON
848 SPRING PARK LOOP

CELEBRATION, FL 34747

Electronic Signature of Incorporator: MARC SHELTON

I am the incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

Article VII

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

Title: P
MARC SHELTON
848 SPRING PARK LOOP
CELEBRATION, FL. 34747 US

Article VIII

The effective date for this corporation shall be:

06/01/2011