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(Business Entity Name)

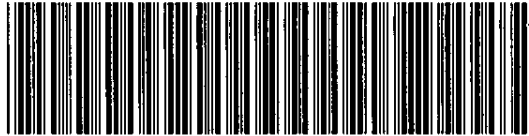
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Special Instructions to Filing Officer:

~~W16-17424~~
~~W15-51144~~

Office Use Only



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FILED
16 MAR 19 11 26 AM
SECURITY
OFFICE OF THE
ATTORNEY GENERAL

1/1

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: The Spellman Group, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00 ☐ \$78.75
Filing Fee Filing Fee
 & Certificate of Status

☐ \$78.75 ☐ \$87.50
Filing Fee Filing Fee,
& Certified Copy Certified Copy
 & Certificate of
 Status
ADDITIONAL COPY REQUIRED

FROM: Karl A. Spellman, Chief Executive Officer
Name (Printed or typed)

30946 Burleigh Drive
Address

Wesley Chapel, Florida, 33543
City, State & Zip

8139927124
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 29, 2015

TOYKIA M. SPELLMAN
30946 BURLEIGH DRIVE
WESLEY CHAPEL, FL 33543

SUBJECT: EVENTS360 CORPORATION
Ref. Number: W15000051144

We have received your document for EVENTS360 CORPORATION 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.

****We can only file one set of articles.

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) 245-6052.

Valerie Herring
Regulatory Specialist II
New Filing Section

Letter Number: 715A00015867



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 9, 2016

KARL A. SPELLMAN
30946 BURLEIGH DRIVE
WESLEY CHAPEL, FL 33543

SUBJECT: THE SPELLMAN GROUP, INC.
Ref. Number: W16000017424

We have received your document for THE SPELLMAN GROUP, 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 document must state the number of shares of authorized stock. The consultation of a legal counsel is always recommended if uncertain of the appropriate number of shares to authorize.

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) 245-6052.

Valerie Herring
Regulatory Specialist II
New Filing Section

Letter Number: 716A00004815

ARTICLES OF INCORPORATION

For Profit

FILED

16 MAR 13 PM 7:46

In compliance with the requirements of Chapter 607, F.S., and for the purposes of forming a for-profit business corporation in Florida, the undersigned desire to form a corporation according to the following Articles of Incorporation.

1. **Corporate Name**

The name of the corporation is The Spellman Group, Inc. (the "Corporation").

2. **Purpose**

The Spellman Group, Inc. is currently focused on providing a mix of value-added products and services to consumers.

3. **Duration**

The duration of the Corporation is perpetual.

4. **Registered Office and Registered Agent**

The street address of the initial registered office is 5960 NE 7th Street, Ocala, Florida, 34470. The name of the initial Registered Agent at this Registered Office is Diana Gardner.

5. **Street Address of the Principal Office**

The street address of the principal office is 30946 Burleigh Drive, Wesley Chapel, Florida, 33543.

The mailing address of the principal office is the same as the street address.

6. **Initial Director**

The initial board of directors will consist of one director (individually the "Director" and collectively the "Board of Directors"). The name and address of the person who is to serve as Director until the first annual meeting of shareholders or until successors are elected and qualified is set out below.

Name	Title	Address	City	State	Zip Code
Karl A. Spellman	Chief Executive Officer	30946 Burleigh Drive	Wesley Chapel	Florida	33543

7. **Authorized Capital**

The aggregate total number of all shares that the Corporation is authorized to issue is _____.

Class A Shares

The Corporation is authorized to issue a single class of shares. The total number of shares authorized is 1000 shares and each share will have no par value.

The Class A voting, non-cumulative shares will have the following rights and privileges attached to them and be subject to the following conditions and limitations:

- The holders of Class A shares will be entitled to receive, as and when declared by the Board of Directors out of the monies of the Corporation properly applicable to the payment of dividends, non-cumulative, cash dividends, at the rate to be set by the Board of Directors.
- The Class A shares may from time to time be issued as a class without series or, may from time to time be issued in one or more series. If the Class A shares are issued in one or more series the Board of Directors may from time to time, by resolution before issuance, fix the number of shares in each series, determine the designation and fix the rights, privileges, restrictions, limitations and conditions attaching to the shares of each series but always subject to the limitations set out in the Articles of Incorporation.

c. The holders of Class A shares will be entitled to one vote for each Class A share held, and will be entitled to receive notice of and to attend all meetings of the shareholders of the Corporation.

d. In the event of liquidation, dissolution, or winding up of the Corporation, the Class A shareholders will be entitled to share equally, share for share, in the distribution of the assets of the Corporation.

8. **Restrictions on Transfer and Other Rules**

No shares of stock in the Corporation will be transferred without the approval of the Board of Directors of the Corporation either by a resolution of the Board of Directors passed at a Board of Directors meeting or by an instrument or instruments in writing signed by all of the Board of Directors.

Any invitation to the public to subscribe to any class of shares of the Corporation is prohibited.

9. **Preemptive Rights**

The Corporation elects to remove from shareholders the right to preemptively subscribe to any or all future issues of shares in the Corporation.

10. **Amend or Repeal Bylaws**

Bylaws may be adopted, amended, or repealed either by approval of the outstanding shares or by the approval of the Board of Directors. In adopting, amending or repealing a bylaw the shareholders may expressly provide that the Board of Directors may not adopt, amend or repeal that bylaw. The power of the Board of Directors is subordinate to the power of the shareholders to adopt, amend, or repeal bylaws.

11. **Cumulative Voting**

In an election for Directors, the maximum number of votes a shareholder may cast for one Director is equal to the number of voting shares held by the shareholder.

12. **Fiscal Year End**

The fiscal year end of the Corporation is December 31st.

13. **Indemnification of Officers, Directors, Employees and Agents**

The Board of Directors, officers, employees and agents of the Corporation will be indemnified and held harmless by the Corporation and its shareholders from and against any and all claims of any nature, whatsoever, arising out of the individual's participation in the affairs of the Corporation. The Board of Directors, officers, employees and agents of the Corporation will not be entitled to indemnification under this section for liability arising out of gross negligence or willful misconduct of the individual or the breach by the individual of any provisions of this Agreement.

14. **Limitation of Liability**

The Board of Directors and officers of the Corporation will not be personally liable to the Corporation or its shareholders for any mistake or error in judgment or for any act or omission believed in good faith to be within the scope of authority conferred or implied by the Articles of Incorporation or by the Corporation. The Board of Directors and officers will be liable for any expenses or damages incurred by the Corporation or its shareholders resulting from any and all acts or omissions involving fraud or intentional wrongdoing.

15. **Effective Date of Filing**

This document will become effective on the date of filing.

16. **Consent of Appointment by Registered Agent**

Having been named as Registered Agent to accept service of process for the above named corporation at the place designated in this Articles of Incorporation, I am familiar with and accept the obligations of the appointment as Registered Agent and agree to act in this capacity.

Consenting Agent's Signature:

Printed Name:

Date:

Diana Gardner
DIANA GANDER
2-22-2016

FILED
FEB 23 2016
CLERK OF COURT
JANUARY 18 2016

17. **Incorporator**

The name and address of the incorporator of The Spellman Group, Inc. is set out below.

Name	Address	City	State	Zip Code
Toykia M. Spellman	30946 Burleigh Drive	Wesley Chapel	Florida	33543

18. **Execution**

I, the undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, do make, file and record this document, and do certify that the facts stated in this document are true, and I have accordingly set my hand to this document this 22 day of FEB, A.D. 2016.

BY:



Karl A. Spellman (Incorporator)

19. **Filer Contact Information**

In case of filing difficulties, please contact:

Name of Filer: Karl A. Spellman, Chief Executive Officer

Telephone Number: 8139927124

Address: 30946 Burleigh Drive, Wesley Chapel, Florida, 33543
