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FLORIDA PROFIT/NON PROFIT CORPORATION

Spengler HR Associates, Inc.

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ARTICLES OF INCORPORATION
OF
SPENGLER HR ASSOCIATES, INC.

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The undersigned hereby establishes the following for the purpose of becoming a Corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida providing for the formation, liability, rights, privileges and immunities of a Corporation for profit.

ARTICLE I
Name of Corporation

The name of this Corporation shall be SPENGLER HR ASSOCIATES, INC. (the "Corporation").

ARTICLE II
Mailing Address and Principal Place of Business

The mailing address and principal place of business of the Corporation is 940 Emerald Row, Gulf Stream, FL 33483.

ARTICLE III
Purpose

This Corporation is organized for the following purposes:

- (a) To have and to exercise all the powers now or hereafter conferred by the laws of the State of Florida upon corporations organized pursuant to the laws under which the Corporation is organized and any and all acts amendatory thereof and supplemental thereto.
- (b) For the purpose of transacting any or all lawful business.

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- (c) To do any and everything pertinent to the above.

ARTICLE IV
Capital Stock

This Corporation is authorized to issue One Thousand (1000) shares of One Dollar (\$1.00) par value common stock.

ARTICLE V
Preemptive Rights

Every Shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI
Corporate Duration

This Corporation shall have perpetual duration unless sooner dissolved by law.

ARTICLE VII
Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is 940 Emerald Row, Gulf Stream, FL 33483, and the name of the initial registered agent of this Corporation at that address is William Frederick Spengler.

ARTICLE VIII
Initial Board of Directors

This Corporation shall have one (1) director initially. The number of directors may be increased from time to time by the By-Laws but shall never be less than one (1). The name and

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address of the initial director of this Corporation is:

William Frederick Spengler 940 Emerald Row
Gulf Stream, FL 33483

ARTICLE IX
By-Laws

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

ARTICLE X
Indemnification

The Corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

ARTICLE XI
Incorporator

The name and address of the person signing these Articles are as follows: William Frederick Spengler, 940 Emerald Row, Gulf Stream, FL 33483.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 20th day of July, 2017.

/s/ William Frederick Spengler

WILLIAM FREDERICK SPENGLER,
Incorporator

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**FOR SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to 48.091 and Chapter 607, Florida Statutes, the following is submitted in compliance with said Statutes:

THAT, SPENGLER HR ASSOCIATES, INC., a Florida for profit corporation, desiring to organize under the laws of the State of Florida, with its initial principal offices at 940 Emerald Row, Gulf Stream, FL 33483, Attn: William Frederick Spengler and has named William Frederick Spengler, whose address is 940 Emerald Row, Gulf Stream, FL 33483, as its duly authorized Registered Agent to accept service of process for the Corporation within the State of Florida.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated Association, at the place designated in this Certificate, I hereby accept the responsibility to act in this capacity, and agree to comply with the provisions of Florida Statutes relative to keeping open said office and further accept the duties and obligations of Section 607.325, Florida Statutes.

DATED this 20th day of July, 2017.

/s/ William Frederick Spengler

WILLIAM FREDERICK SPENGLER,
Registered Agent

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