

1201 HAYS STREET  
TALLAHASSEE, FL 32301  
904-222-9171

800-342-8086



*Handwritten:* P500032013

ACCOUNT NO. : 072 000000

REFERENCE : 584117

AUTHORIZATION :

*Handwritten:* Patricia T. 4/23/95

COST LIMIT : \$ 131.25

ORDER DATE : April 24, 1995

ORDER TIME : 12:21 PM

400001463134

ORDER NO. : 584117

CUSTOMER NO: 4133A

CUSTOMER: Marcia Cox, Legal Assistant  
STEARNS WEAVER MILLER WEISSLER  
ALHADEFF & SITTERSON, P.A.  
Museum Tower, Suite 2200  
150 West Flagler Street  
Miami, FL 33130

DOMESTIC FILING

NAME: SP INVESTORS, INC.

☒ ARTICLES OF INCORPORATION  
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY  
☐ PLAIN STAMPED COPY  
☒ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lydia E. Lott

EXAMINER'S INITIALS:

T. BROWN APR 25 1995

FILED  
95 APR 24 AM 8:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
**Secretary of State**

**April 14, 1995**

**CSC NETWORKS**

**The name SP INVESTORS, INC. has been reserved for 120 days beginning April 14, 1995. The reservation number is R95000001680 and this reservation is NONRENEWABLE.**

**A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will AGAIN be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.**

**The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).**

**If someone else submits the document for filing, it must have a copy of this letter attached.**

**Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section**

**Ruth Leonard**

**Letter number: 795A00017291**

**GREENBERG**  
ATTORNEYS AT LAW  
**TRAURIG**

Esther J. Forbes, L.A.  
305-789-5440

April 19, 1995

**TELECOPY**

Deborah Schroder  
CIS/CSC  
1201 Hays Street  
Tallahassee, FL 32301

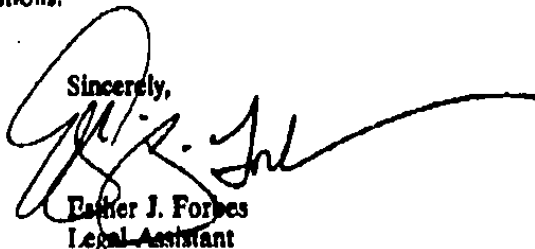
Re: SP Investors, Inc. - Reservation No. R95000001680

Dear Deborah:

Please utilize this letter as authorization to release the above-referenced name reservation to Marcia Cox at Stearns, Weaver, et al. Marcia will handle filing the Articles of Incorporation for this corporation.

Please call me if you have any questions.

Sincerely,



Esther J. Forbes  
Legal Assistant

Encl.

cc: Marshall R. Pasternack, Esq.  
Marcia Cox

**ARTICLES OF INCORPORATION  
OF  
SP INVESTORS, INC.**

FILED  
95 APR 24 AM 8:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I - NAME AND ADDRESS**

The name of the Corporation is SP INVESTORS, INC. (the "Corporation"). The address of the principal office and the mailing address of the Corporation is 2828 Coral Way, Penthouse Suite, Miami, Florida 33145.

**ARTICLE II - PURPOSE**

The Corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE III - CAPITAL STOCK**

The aggregate number of shares which the Corporation shall have authority to issue is Ten Thousand (10,000) shares of common stock, all of which are to have a par value of One Cent (\$.01) per share. The Board of Directors shall fix the consideration to be received for each share. Such consideration shall consist of any tangible or intangible property or benefit to the Corporation, including cash, promissory notes, services performed or written promises to perform services and shall have a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

ARTICLE IV - INITIAL REGISTERED

OFFICE AND AGENT

The street address of the initial registered office of the Corporation and the name of the initial registered agent of the Corporation at such office is:

Name

E. Richard Alhadef

Address

2200 Museum Tower  
150 West Flagler Street  
Miami, Florida 33130

ARTICLE V - COMMENCEMENT

The Corporation shall commence on the date on which these Articles of Incorporation are filed with the Secretary of State.

ARTICLE VI - INITIAL

BOARD OF DIRECTORS

The initial Board of Directors of the Corporation shall be comprised of one person. The number of directors may be increased and thereafter either increased or decreased from time to time as provided for in the Bylaws of the Corporation, but shall never be less than one. The name and address of the sole member of the initial Board of Directors of the Corporation is:

Name

Marcelo Alvarez

Address

2828 Coral Way  
Penthouse Suite  
Miami, Florida 33145

#### ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation as incorporator is:

<u>Name</u>	<u>Address</u>
E. Richard Alhadoff	2200 Museum Tower 150 West Flagler Street Miami, Florida 33130

#### ARTICLE VIII - BYLAWS

The power to alter, amend or repeal the Bylaws shall be vested in each of the Board of Directors and the shareholders of the Corporation.

#### ARTICLE IX - INDEMNIFICATION

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

#### ARTICLE X - AMENDMENT

The Corporation reserves to its shareholders the right to amend or repeal any provisions now or hereafter contained in these Articles of Incorporation. Any rights which these Articles may confer upon the Corporation may be modified or cancelled by a vote of the shareholders to amend or repeal said Articles.

IN WITNESS WHEREOF, the undersigned has executed these  
Articles of Incorporation this 19th day of April, 1995.

  
\_\_\_\_\_  
E. Richard Alhadef,  
Incorporator

ACCEPTANCE OF APPOINTMENT  
OF  
REGISTERED AGENT

I hereby accept the appointment as registered agent  
contained in the foregoing Articles of Incorporation and state that  
I am familiar with and accept the obligations of Section 607.0501  
of the Florida Statutes.

  
\_\_\_\_\_  
E. Richard Alhadef  
Registered Agent

LA W-CO 030640331ART-INC.SP