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BARBARA DE GIZIO

954 968-1917

4410 NW 7TH ST.
COCONUT CRK

FL. 33066

SECRET 7150113131
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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

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| NEW FILINGS | |
|--------------------------|-------------------|
| <input type="checkbox"/> | Profit |
| <input type="checkbox"/> | NonProfit |
| <input type="checkbox"/> | Limited Liability |
| <input type="checkbox"/> | Domestication |
| <input type="checkbox"/> | Other |

| AMENDMENTS | |
|--------------------------|--|
| <input type="checkbox"/> | Amendment |
| <input type="checkbox"/> | Resignation of R.A., Officer/ Director |
| <input type="checkbox"/> | Change of Registered Agent |
| <input type="checkbox"/> | Dissolution/Withdrawal |
| <input type="checkbox"/> | Merger |

| OTHER FILINGS | |
|--------------------------|------------------|
| <input type="checkbox"/> | Annual Report |
| <input type="checkbox"/> | Fictitious Name |
| <input type="checkbox"/> | Name Reservation |

| REGISTRATION/ QUALIFICATION | |
|--------------------------------|---------------------|
| <input type="checkbox"/> | Foreign |
| <input type="checkbox"/> | Limited Partnership |
| <input type="checkbox"/> | Reinstatement |
| <input type="checkbox"/> | Trademark |
| <input type="checkbox"/> | Other |

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96 MAR 27 AM 6:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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4/3/96

ARTICLES OF INCORPORATION
OF
SPIRIT ENTERPRISES, INC.

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TALLAHASSEE, FLORIDA

Article I - Name

The name of the corporation is Spirit Enterprises, Inc.

Article II - Duration

The corporation shall have perpetual existence.

Article III - Purpose

The corporation is organized for the purpose of transacting any lawful business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

Article IV - Capital Stock

The maximum number of shares of stock the corporation is authorized to have outstanding at any time shall be one thousand (1,000) shares, with a nominal par value of one dollar (\$1.00).

Article V - Pre-emptive 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 same price at which it is offered to others.

Article VI - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 180 S.W. 5th Street, Pompano Beach, Florida 33060 and the name of the initial registered agent of this corporation at that address is Barbara Defazio.

Article VII - Initial Officers

The names and addresses of the initial officers are:

Barbara Defazio President

Article VIII - Incorporators

The name and address of the person subscribing to these Articles of Incorporation, the number of shares of stock each agrees to take and the value consideration is as follows:

| <u>Name</u> | <u>Address</u> | <u>Shares</u> | <u>Amount</u> |
|-----------------|---|---------------|---------------|
| Barbara Defazio | 4410 N.W. 7th Street Coconut Creek, FL 33066 | 100 | \$100.00 |

Article IX - Powers

The corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act, including, without limitation, the foregoing:

To purchase, improve, develop, hold and enjoy real estate in fee simple and leasehold estate, upon ground or parcels, improved or unimproved, and on such terms as to time and manner of payment as may be agreed upon.

To buy, sell, own, lease and operate manufacturing establishments, manufacturing any and all kinds of products.

3 To hold, purchase and otherwise acquire, to be interested in and to sell, assign, pledge, or otherwise dispose of the capital stock, bonds or other evidence of debt, issued or created by any other corporation, foreign or domestic, or individual, and as the holder of such shares of stock to have the right to exercise all the rights and privileges of ownership, including the right to vote thereon to the same extent as a natural person might or could do. To exchange stock in this corporation for stock in other corporations.

To borrow money and contract debts which may be necessary for the transaction of business or for the exercise of its corporate rights, privileges or franchises, or for any other lawful purposes of the corporation to issue bonds, promissory notes, bills of exchange, debentures, or other obligations and evidences of indebtedness payable at a specific time or times, or payable upon the happening of a specified event or events, either secured by a mortgage, pledge or otherwise, or secured for money borrowed in payment of property purchased or acquired, or any other lawful objects.

To acquire the good will, rights and property, and to purchase the whole or any part of the assets and liabilities of any person, firm, association or corporation; to pay for the same in cash, the stock of this company, bonds or otherwise; to hold or in any manner dispose of, the whole or any part of any business so acquired and to exercise all the powers necessary or convenient in and about the conduct and management of such business.

4 To enter into, make and perform contracts of every kind for any lawful purposes without limit as to amount, with any person, firm, association or corporation, town, city, country, state, territory or government.

To carry on any or all of its operations and business and to promote its objects within the State of Florida, or elsewhere, without restriction as to amount, with any person, firm, association or corporation, town, city, country, state, territory or government.

To do any or all of the things herein set forth to the same extent as natural persons might or could do, in any part of the world, as principals, agents, brokers, factors, contractors, or otherwise, alone or in the company with others.

To act as a holding company for any person, firm, association or corporation and in connection therewith, to purchase, grant, lease, mortgage, subdivide, sell or otherwise acquire, improve, develop, or dispose of, real estate and personal property, and to construct dwellings and other buildings on such real estate, and to finance same, and to act as rental agent in caring for the property of others.

To purchase, grant, lease, mortgage, subdivide, sell, hold or otherwise acquire, improve, develop or dispose of, real property and personal property either as principal or agent, and to construct dwellings and other buildings on its own real estate or real estate of others, and to finance the same; and to sell, either

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as principal or agent, improvements of every kind, and to act as a rental agent in caring for the property of others.

To buy, hold, transfer, or otherwise deal in, tax certificates and tax titles and to do such things as are necessary and expedient to perfect title based upon tax certificates.

To purchase, lease, construct, or otherwise acquire, own and operate, apartments, hotels, restaurants, electric lighting and power plants, waterworks, ice plants, laundries, manufacturing plants, repair shops, newspapers and other periodicals, theaters, amusement places, bathhouses, air ships, motor vehicles and other vehicles for the transportation of passengers and freight, but not as a common carrier; and to conduct any lawful form of advertising in connection with any of its business.

To act as agent or broker for insurance companies (selling any kind of insurance) and surety and indemnity companies.

In general and in connection with the foregoing, the corporation may carry on any business, manufacturing or otherwise, and have and exercise all the powers conferred by the laws of the State of Florida upon corporations organized under its statutes; and it is further hereby specifically provided that the foregoing enumerations of specific powers shall not be held to limit or restrict in any manner the general powers of this corporation.

Article X - Regulatory Provisions

No sale of shares shall be made by any shareholder to any person who is not a shareholder of the Corporation, except as

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follows:

A. In the event any shareholder desires to sell his shares, or any portion thereof, to any person who is not a shareholder of the Corporation satisfactory evidence of the agreement to purchase such shares by such third person and the price agreed to be paid therefor.

B. In the event the remaining shareholders agree to purchase such shares at the same price which the shareholder can receive from the third party, then the shares shall be sold to the shareholders of the Corporation in such proportionate amounts as their respective shareholders bear to all of the shares held by the shareholders of the Corporation.

C. In the event that any of the shareholders do not desire to purchase such shares, then such shares shall be sold at the same price which the shareholder can receive from the third party to such of the shareholders who may desire to purchase the same, and in the same proportion as above set forth.

D. No shares shall be sold to any person other than the shareholders of the Corporation until each of the shareholders have been afforded the opportunity to purchase such shares at the price evidenced as above set forth and shall have declined to do so.

E. Notice in writing to the shareholders of the Corporation of the desire of any shareholder to sell his shares shall be given by such shareholder, and at the same time, satisfactory evidence

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shall be furnished to the shareholders as to the price as herein
above set forth. Shareholders shall have thirty (30) days' time
after the receipt of such notice within which to elect in writing
to purchase such shares or to decline to do so.

Article XI

It is the intention of this Charter that the stock of this
corporation shall be sold in accordance with the condition of
Sections 1242 - 1244, inclusive of the Internal Revenue Code.

IN WITNESS WHEREOF, the undersigned have executed these
Articles of Incorporation, this 25th day of March, 1996.

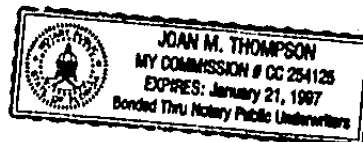
Barbara Defazio
Barbara Defazio

STATE OF FLORIDA)
 SS :
COUNTY OF BROWARD)

PERSONALLY APPEARED BEFORE ME, BARBARA DEFAZIO, to me known to
be the persons described in and who executed the foregoing Articles
of Incorporation and acknowledged before me that she executed the
same and subscribed to the same for the purpose therein expressed.

WITNESS my hand and official seal this 25th day of March,
1996.

Joan M. Thompson
Notary Public, State of Florida



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REGISTERED AGENT/REGISTERED OFFICE SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

Spirit Enterprises, Inc., with its principal office located at 180 S.W. 5th Street, Pompano Beach, Florida 33060, has named Barbara Defazio as its Registered Agent to accept service of process within the State.

ACKNOWLEDGEMENT

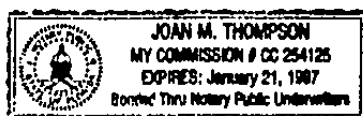
Having been named as registered Agent and to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Barbara Defazio
Barbara Defazio
Registered Agent

STATE OF FLORIDA)
 SS :
COUNTY OF BROWARD)

PERSONALLY APPEARED BEFORE ME, BARBARA DEFAZIO, to me known to be the persons described in and who executed the foregoing Articles of Incorporation and acknowledged before me that she executed the same and subscribed to the same for the purpose therein expressed.

WITNESS my hand and official seal this 25th day of March 1996.



Joan M. Thompson
Notary Public, State of Florida