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PHINTERING ACCOUNT NO. : 07210000032

REFERENCE: 088391 82563A

COST LIMIT: \$ 78.75

ORDER DATE : September 17, 1996

ORDER TIME : 11:18 AM

ORDER NO. : 088391

200001949472

CUSTOMER NO:

82563A

CUSTOMER: Gregory L. Gresham, Esq

GREGORY L. GRESHAM, ESQ

918a Drew Street

Clearwater, FL 34615

DOMESTIC FILING

NAME: SPI LOCKSMITH, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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CERTIFIED COPY
XX PLAIN STAMPED COPY

XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: W. Charles Earnest

EXAMINER'S INITIALS:

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### ARTICLES OF INCORPORATION

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**OF** 

SPI LOCKSMITH, INC.

#### ARTICLE I

NAME: The name of this corporation is

SPI LOCKSMITH, INC.

#### ARTICLE II

**DURATION:** This corporation shall have perpetual duration.

#### **ARTICLE III**

PURPOSE: This corporation is organized for the purpose of transacting any and all lawful business.

#### **ARTICLE IV**

CAPITAL STOCK: This corporation is authorized to issue 10,000 shares of one class of shares at a value of \$1.00 per share, which shall be designated as "Common Shares."

#### **ARTICLE V**

PREEMPTIVE RIGHTS: Every shareholder, upon the issue or sale of any new shares of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof at the price at which it is offered to others.

#### **ARTICLE VI**

CORPORATION PRINCIPAL OFFICE: The principal office address and the mailing address of this corporation are:

2318 Moore Haven Dr. N. Clearwater, FL 34623

#### ARTICLE VII

INITIAL REGISTERED AGENT AND OFFICE: The name of the initial registered agent and the street address of the initial registered office of this corporation are:

Gary E. Meritt 2318 Moore Haven Dr. N. Clearwater, FL 34623

#### **ARTICLE VIII**

INITIAL BOARD OF DIRECTORS: This corporation shall have one (1) directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one (1). The name and address of the initial directors of this corporation are:

Director Name

Address

Gary E. Meritt

2318 Moore Haven Dr. N. Clearwater, FL 34623

#### ARTICLE IX

INCORPORATOR: The name and address of the persons signing these Articles is:

Gary E. Meritt 2318 Moore Haven Dr. N. Clearwater, FL 34623

#### ARTICLE X

BYLAWS: The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the shareholders. The Board of Directors shall not have the power to alter, amend or repeal any bylaw adopted by the shareholders, if the shareholders shall so designate in adopting, altering or amending a Bylaw.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 16th day of September.

#### STATE OF FLORIDA **COUNTY OF PINELLAS**

ROBERTA M. REIDS
COMMISSION # CC 437789
EXPIRES FEB 8,1999
DONDED THRU
ATLANTIC BONDING CO., INC.

The foregoing instrument was acknowledged before me this 16th day of September, 1996, by Gary E. Meritt who personally appeared before me at the time of notarization, and who is personally known to me has and who did take an oath.

NOTARY PUBLIC - STATE OF FLORIDA

Print: Roberta M. Reids

Address: 918A Drew Street

Clearwater, FL 34615

## CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Chapter 48.091, Florida Statutes, the following is submitted:

That SPI LOCKSMITH, INC., desiring to organize under the laws of the State of Florida, with its principal office at 2318 Moore Haven Dr. N., Clearwater, FL 34623 has named GARY E. MERITT, located at said address, as its agent to accept service of process within this state.

#### ACKNOWLEDGEMENT:

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with Florida law relative to keeping the designated office open.

GARY E. MERITT, Registered Agent