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EMPIRE CORPORATION

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CONTACT: RAY STORMONT  
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NAME: S.P. CONNECTIONS, INC.

AUDIT NUMBER.....H96000015868

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

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**ARTICLES OF INCORPORATION**

**OF**

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**S. P. CONNECTIONS, INC.**

The undersigned, incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

**ARTICLE I: NAME OF THE CORPORATION**

The name of the corporation is, S. P. CONNECTIONS, INC., hereinafter referred to as the "Corporation".

**ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS**

The address of the principal office and the mailing address of the Corporation is 14401 NORTHWEST 16TH DRIVE. 33167.

**ARTICLE III: DURATION OF THE CORPORATION**

The period of duration of the Corporation shall be perpetual unless dissolved according to law.

**ARTICLE IV: PURPOSE OF THE CORPORATION**

The purpose for which the Corporation is organized is to engage in any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statute, as amended.

JEANNETTE G. ANDREWS  
ATTORNEY AT LAW  
6255 N.W. 7th Avenue  
Miami, FL 33150

Bar# 0075124

305-751-8934  
ARTICLES/PHILLIPS

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**ARTICLE V: AUTHORIZED SHARES**

The Corporation is authorized to issue Five Thousand (5,000) shares of common stock with a par value of \$1.00 per share. All stock shall be of one class. The Board of Directors may authorize the issuance of such stock to such person(s) upon such terms and for such consideration as they may deem appropriate. The consideration may consist of any tangible or intangible property or benefit to the Corporation, including cash, promissory notes, services performed, promises to perform services evidenced by a written contract, or other securities of the Corporation.

**ARTICLE VI: PREEMPTIVE RIGHTS -**

The Corporation elects to have preemptive rights. Every shareholder, upon the sale for cash of any new or reissued stock of the Corporation, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

**ARTICLE VII: INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the Corporation's initial registered office 14401 NORTHWEST 16TH DRIVE, agent at that office is SYLVESTER PHILLIPS, JR.

**ARTICLE VIII: INITIAL BOARD OF DIRECTORS**

The Corporation shall have one (1) director constituting the initial Board of Directors. The number of directors may be increased or decreased from time to time by the bylaws.

The initial Board of Directors of the Corporation shall be comprised of:

**SYLVESTER PHILLIPS, JR.  
14401 NORTHWEST 16TH DRIVE  
MIAMI, FLORIDA 33167**

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**ARTICLE IX: INCORPORATOR**

**SYLVESTER PHILLIPS, JR.  
14401 NORTHWEST 16TH DRIVE  
MIAMI, FLORIDA 33107**

The Incorporators of the Corporation is as follows:

IN WITNESS WHEREOF, I, SYLVESTER PHILLIPS, JR., the undersigned incorporator, have signed these Articles of Incorporation on this 8<sup>th</sup> day of November, 1996, and acknowledged the same to be my act.

*Sylvester Phillips Jr.*  
SYLVESTER PHILLIPS, JR.

STATE OF FLORIDA )

COUNTY OF DADE )

The foregoing instrument was acknowledged before me this 8<sup>th</sup> day of November, 1996 by, SYLVESTER PHILLIPS, JR., who personally appeared before me at the time of notarization, and who is personally known to me or who produced a FLORIDA DRIVER'S LICENSE as identification.

NOTARY PUBLIC:

SIGN: *Geraldine M. Ballew*

PRINT: *Geraldine M. Ballew*  
STATE OF FLORIDA AT LARGE



Geraldine M. Ballew  
My Commission CC877691  
Expires Aug. 16, 2000

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

Pursuant to the provisions of Chapters 48.091 and 607.0501 of the Florida Statutes, the following is submitted, in compliance with said Acts:

First--That S. P. CONNECTIONS, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of MIAMI, County of DADE, State of Florida, has named SYLVESTER PHILLIPS, JR., at, 14401 NORTHWEST 16TH DRIVE, in the City of MIAMI, County of DADE, State of Florida, as its agent to accept service of process within this state.

-Acceptance of Agent-

**ACKNOWLEDGMENT:**

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 the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

BY: Sylvester Phillips Jr.  
SYLVESTER PHILLIPS, JR.  
DATE: November 8, 1996