

P96000100230

LAW OFFICES  
W. LEE KING, JR., P.A.

LICENSED IN FLORIDA, ARIZONA AND PENNSYLVANIA

800 E. OCEAN BLVD., SUITE 142  
STUART, FLORIDA 34904  
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(561) 337-2803  
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November 5, 1995

Florida Department of state  
Division of Corporation  
P.O. Box 6327  
Tallahassee, Florida 32314

Attention: New Corporations

Re: Spirit Corporation International

800002010038--6  
-11/20/95-01089-015  
\*\*\*\*122.50 \*\*\*\*122.50

Gentlemen:

Enclosed are two executed counterparts of the Articles of Incorporation for the captioned corporation, together with the Certificate Designating Place of Business or Domicile for Service of Process within this State and Naming Agent upon Whom Process may be served, and together with our check payable to your order in the amount of \$122.50 representing the following:

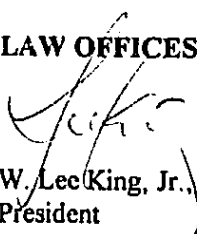
Filing Fee for Articles of Incorporation:	\$ 35.00
Certified Copy of Articles of Incorporation:	52.50
Designation of and Acceptance by Registered Agent:	<u>35.00</u>
Total Check:	\$122.50

We also enclose a postage paid priority mail envelope for your use in returning these documents to our office. Should you have any questions regarding this transaction, kindly call our office "collect" to discuss them, rather than returning the unfilled documents.

Thank you for your assistance.

Very truly yours,

LAW OFFICES OF W. LEE KING, JR., P.A.

  
W. Lee King, Jr., Esquire  
President

WLKJr/jbc  
enclosures

*called W. Lee King,  
use, Inc. as corporate suffix*

*W96-24942*



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

November 26, 1996

W. LEE KING, JR.  
10884 S. FEDERAL HWY.  
PT. ST. LUCIE, FL 34952

SUBJECT: SPIRIT CORPORATION INTERNATIONAL  
Ref. Number: W96000024942

We have received your document for SPIRIT CORPORATION INTERNATIONAL and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6052.

Sandy Ng  
Document Specialist

Letter Number: 796A00053535

**ARTICLES OF INCORPORATION**

**OF**

**SPIRIT ENTERPRISES INTERNATIONAL, INC.**

**FILED**

96 DEC 12 AM 9:20

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, each a natural person, and competent to contract, hereby associate themselves together to form a corporation for profit under the laws of the State of Florida. The effective date of Incorporation will be the date of filing of these Articles.

**ARTICLE I - NAME**

The name of the corporation is: **SPIRIT ENTERPRISES INTERNATIONAL, INC.**

**ARTICLE II - NATURE OF BUSINESS**

To do all and every necessary and proper act for the purpose of transacting any and lawful business and/or any other objectives enumerated in this certificate of incorporation or any amendment thereof or necessary and incidental to the protection and benefit of the corporation; and in general to carry on any lawful business permitted under the laws of the United States of America, the State of Florida and all singularly remaining States in the Union.

**ARTICLE III - TERM OF EXISTENCE**

This Corporation shall have perpetual existence and the commencement of the Corporate existence shall be at the time of the filing of these Articles.

**ARTICLE IV - CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is one thousand (1,000) shares. Such shares shall be of single class and shall have a par value of One Dollars (\$1.00) per share. Authorized capital stock may be paid for in cash, services, or property, at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

**ARTICLE V - PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the business and the corporation is to be: 5450 S.E. 53rd Ave, Stuart, Florida 34997. The Board of Directors may, from time to time, designate such other address and place for the principal office of this corporation in the State of Florida as it may see fit.

**ARTICLE VI - INITIAL REGISTERED OFFICER AND AGENT**

The registered agent of this corporation shall be: W. Lee King, Jr. and the mailing address shall be: 900 E. Ocean Blvd., Suite 142, Stuart, Florida 34994.

**ARTICLE VII - DIRECTORS**

This corporation shall have one (1) director initially. The number of Directors may be increased or diminished from time to time by the By-Laws adopted by the shareholders. The corporation shall never be less than one (1) Director.

**ARTICLE VIII - INITIAL DIRECTORS AND OFFICERS**

The name and address of the first Board of Directors who shall hold office until their successors are elected and have qualified are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Ricky A. Lang	5450 S. E. 53rd Avenue Stuart, Florida 34997

**ARTICLE IX - INCORPORATORS**

The name and street address of each subscriber of these Articles of Incorporation and the number of shares of stock each agrees to take are as follow


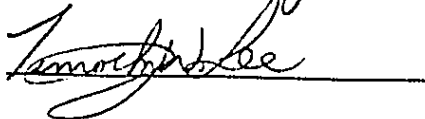
#### **ARTICLE X - AMENDMENTS**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at stockholders meeting by a majority of the stock entitled to a vote thereto, unless all the stockholders and all the Directors sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

#### **ARTICLE XI - BY-LAWS**

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

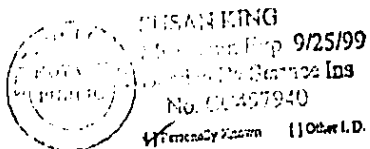
**IN WITNESS WHEREOF**, We, have hereunto set our names and seals, acknowledged and filed the foregoing Articles of Incorporation this under the laws of the State of Florida, this 6 day of November, 1996.

STATE OF FLORIDA  
COUNTY OF MARTIN

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared Rick Lang/Timothy Lee who is personally known to me, or who has presented a drivers license as identification and who did/did not take an oath, executed the foregoing Articles of Incorporation and acknowledged before me that They subscribed to those Articles of Incorporation for the purposes therein designated.

WITNESS my hand and seal this 5 day of November, 1996.



[SEAL]

Susan King  
Notary Public  
State of Florida at Large

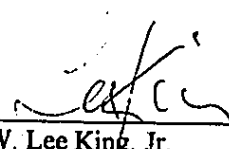
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE  
FOR THE SERVICE OR PROCESS WITHIN THIS STATE NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, and 607.0501, Florida Statutes, the following is submitted,  
in compliance with said Act:

FIRST: That **SPiRiT ENTERPRISES INTERNATIONAL, INC.**, having been organized under  
the laws of the State of Florida, with its principal office and place of business at 5450 S.E. 53rd  
Avenue, Stuart, Florida 34997, as indicated in the Articles of Incorporation, has named W. Lee  
King, Jr., as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above stated corporation, at 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.

  
\_\_\_\_\_  
W. Lee King, Jr.  
Registered Officer  
900 E. Ocean Blvd, Suite 142  
Stuart, Florida 34994

**FILED**  
96 DEC 12 AM 9:20  
TALLAHASSEE, FLORIDA