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From
JULIAN E. HENDERSON, J.A.
1725 COMMERCIAL BLVD.
SUITE 1000
MIAMI, FL 33136

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Office Use Only

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

1. Spivey, Inc. (Corporation Name) (Document #)
2. _____ (Corporation Name) (Document #)
3. _____ (Corporation Name) (Document #)
4. _____ (Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	AMENDMENTS
<input type="checkbox"/> Profit	<input type="checkbox"/> Amendment
<input type="checkbox"/> NonProfit	<input type="checkbox"/> Resignation of R.A., Officer/ Director
<input type="checkbox"/> Limited Liability	<input type="checkbox"/> Change of Registered Agent
<input type="checkbox"/> Domestication	<input type="checkbox"/> Dissolution/Withdrawal
<input type="checkbox"/> Other	<input type="checkbox"/> Merger

OTHER FILINGS	REGISTRATION/ QUALIFICATION
<input type="checkbox"/> Annual Report	<input type="checkbox"/> Foreign
<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> Limited Partnership
<input type="checkbox"/> Name Reservation	<input type="checkbox"/> Reinstatement
	<input type="checkbox"/> Trademark
	<input type="checkbox"/> Other

FILED
97 JAN -2 AM 10:08
SECRETARY OF STATE
TALLAHASSEE FLORIDA

CR2E031(1/93)

Examiner's Initials

**ARTICLES OF INCORPORATION
OF
SPIVEY, INC.**

The undersigned incorporator, a natural person over the age of eighteen (18) years, hereby makes, subscribes, acknowledges, executes and files these Articles of Incorporation to form a corporation for profit under the laws of the State of Florida.

ARTICLE I

The name of the corporation is:

SPIVEY, INC.

ARTICLE II

The duration of this corporation shall be perpetual.

ARTICLE III

The purpose of this corporation is to conduct business and economic activities of all kinds both within and without the State of Florida. The purpose of this corporation also shall include the transaction of any or all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE IV

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at any time is five thousand (5,000) shares of common capital stock at \$1.00 par value.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE V

The street address of the initial principal office of this corporation is 44 West Flagler Street, Suite 1725, Miami, Florida 33130 and the name and address of the corporation's initial registered agent is Julian H. Kreeger, Esquire, 44 West Flagler Street, Suite 1725, Miami, Florida 33130.

ARTICLE VI

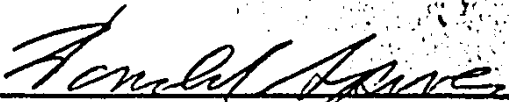
The shareholders of this corporation shall act in lieu of a Board of Directors, and all the powers, privileges, duties and responsibilities that otherwise would apply to the Directors of the company shall instead apply to, be exercised by, and be attached to the shareholders of the company. In voting on any matter, the shareholders shall be entitled to one vote for each share of stock owned, and in all matters a majority of the company's issued and outstanding stock shall constitute a quorum, and a majority of shares at any meeting where a quorum is present shall decide any question before the meeting.

ARTICLE VII

The name and address of the incorporator of this corporation is:


DONALD SPIVEY
44 West Flagler Street
Suite 1725
Miami, Florida 33130

IN WITNESS WHEREOF, the undersigned incorporator has executed and acknowledged these Articles of Incorporation this 30th day of December, 1996.


DONALD SPIVEY

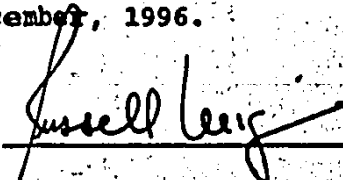
STATE OF FLORIDA)
) SS
COUNTY OF DADE)

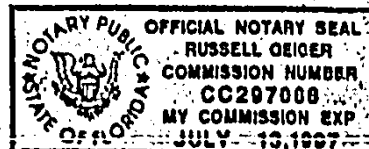
BEFORE ME, the undersigned authority, this day personally appeared DONALD SPIVEY, who, after being duly cautioned and sworn, under oath acknowledged that he executed the foregoing Articles of Incorporation freely and voluntarily and for the purpose therein expressed.


DONALD SPIVEY

SWORN TO AND SUBSCRIBED BEFORE ME by Donald Spivey, who is known to me or who produced FL D.L. #110-180-48-258-0 as identification this 30th day of December, 1996.

Signature: _____
Name: _____
Title: _____
Commission Number: _____
Commission Expires: _____





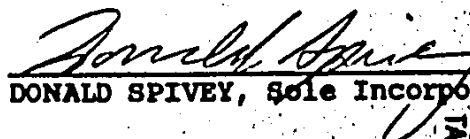
**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN
FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

First, that SPIVEY, INC. desiring to organize or qualify under
the Laws of the State of Florida, with its principal place of
business at:

44 West Flagler Street, Suite 1725,
Miami, Florida 33130

has named Julian H. Kreeger, as resident agent, located at 44 West
Flagler Street, Suite 1725, Miami, Florida, as its agent to accept
service of process within Florida.


DONALD SPIVEY, Sole Incorporator

JULIAN H. KREEGER,
Resident Agent
Title

December 30, 1996
Date

FILED
97 JAN -2 AM 10:08
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Having been named to accept service of process for the above
stated corporation, at the place designated in this certificate, I
hereby agree to act in this capacity, and I further agree to comply
with the provisions of all statutes relative to the proper and
complete performance of my duties.


JULIAN H. KREEGER, Resident Agent

DECEMBER 30, 1996
Date