# 1970000/9465

FILINGS, INC. TERESA ROM	1AN		
(Requestor's Name) 2805 LITTLE DEAL ROAD		8000021029980 -03/03/9701144004 *****70.00 ******70.00	
(Address) TALLAHASSEE, FLORIDA 3230	08 (904) 385-6735	₩₩ OFFICE USE ONLY	(本来71)。[J] ******(U.U)
(City, State, Zip)	(Phone #)	OFFICE OSE ONE!	971.3
	C(S) & DOCUMENT NUMB	ER(S) (if known):	13.12
1. SPAU Probe Corporation	NETIONS one	(Document #)	<u> </u>
2.			
(Corporation	Name)	(Document #)	
3. (Corporation	Name)	(Document #)	
4. (Corporation Name)  Walk in Pick up time		(Document #)  Certified Copy	
Mail out Wi	ll wait Photocopy	Certificate of State	us
NEW FILINGS	AMENDMENTS		;
Profit	Amendment		• •
NonProfit	Resignation of R.A., Officer/	Director	
Limited Liability	Change of Registered Agent		$\tilde{G}$
Domestication	Dissolution/Withdrawal		
Other	Merger		
OTHER FILINGS	REGISTRATION/		
Annual Report	QUALIFICATION Foreign		
Fictitious Name	Limited Partnership		
Name Reservation	Figures 1 arriging	SN	MAR - 1 1997

Reinstatement Trademark

Othor

Name Reservation

CR2E031(10/92)

Examiner's Initials

# ARTICLES OF INCORPORATION



### ARTICLE I - NAME

The name of this corporation is SPAD Productions, Inc.

# ARTICLE II - PRINCIPAL OFFICE

The mailing address of this corporation shall be: Suite 821 444 Brickell Avenue Miami, Florida 33131

### ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

# ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$0.01 par value common stock which shall be designated as "Common Shares".

# ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 3732 N.W. 16th Street, Fort Lauderdale, Florida 33311 and the name of the initial registered agent of this corporation at that address is Filings, Inc., a Florida corporation.

### ARTICLE VI - INITIAL BOARD OF DIRECTORS

The Corporation shall initially have one (1) director to hold office until the first annual meeting of stockholders and his successor shall have been duly elected and qualified, or until his earlier resignation, removal from office or death. The number of Directors may be either increased or decreased from time to time in accordance with the By-laws of the Corporation. The name and address of the initial Director is:

Patrick Batteux

150 Ocean Lane Drive, Key Biscayne, Florida 33131

### ARTICLE VII - INCORPORATOR

The name and address of the Incorporator signing these Articles is:

Filings, Inc., a Florida Corporation 3732 N.W. 16th Street Fort Lauderdale, Florida 33311

# ARTICLE VIII - IRC STOCK PROVISION

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations thereunder. such actions are as necessary will be taken by the appropriate officers to accomplish this compliance.

### ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

# ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the date of signing.

Dated: March 3, 1997

Filings, Inc. by Teresa Roman, Vice-President

Incorporator

Certificate designating place of business or domicle for the service of process within Florida, naming agent upon whom process may be served.

In compliance with Section 607.0501, Florida Statutes, the following is submitted:

First that SPAD Productions, Inc., desiring to organize or qualify under the laws of the State of Florida, has named Filings, Inc., a Florida corporation, located at 3732 N.W. 16th Street, Fort Lauderdale, Florida, as its agent to accept service of process within Florida.

Dated: March 3, 1997

Teresa Roman, Incorporator

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. I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: March 3, 1997

Filings, Inc. by Teresa Roman, Vice-President

Suesa Roman Tru 9