

**P970000 20826**

**CAPITAL CONNECTION, INC.**

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870  
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302  
 TOLL FREE No. 1-800-342-8062  
 FAX (904) 222-1222

RE: Spring Corporation of No. 53739

NAME \_\_\_\_\_  
 FIRM \_\_\_\_\_  
 ADDRESS \_\_\_\_\_

PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
 One Day Service Two Day Service

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Matter No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

- Capital Express™
- Art. of Inc. File
- Corp. Record Search
- Ltd. Partnership File
- Foreign Corp. File
- (-) Cert. Copy(s) *photo*
- Art. of Amend. File
- Dissolution/Withdrawal
- C U S-
- Fictitious Name File
- Name Reservation
- Annual Report/Reinstatement
- Reg. Agent Service
- Document Filing
- Corporate Kit
- Vehicle Search
- Driving Record
- Document Retrieval
- UCC 1 or 3 File
- UCC 11 Search
- UCC 11 Retrieval
- File No.'s, \_\_\_\_\_ Copies
- Courier Service
- Shipping/Handling
- Phone ( ) \_\_\_\_\_
- Top Priority \_\_\_\_\_
- Express Mail Prep. \_\_\_\_\_
- FAX ( ) \_\_\_\_\_ pgs.

DISBURSED  
 FILED  
 MAR-6 PM 2:35  
 TALLAHASSEE FLORIDA  
 C.C. FILE

SUBTOTALS \_\_\_\_\_

*W 7-526*  
 MAR 10 1997  
*502*

FEE.....	\$ _____
DISBURSED.....	\$ _____
SURCHARGE.....	\$ _____
TAX on corporate supplies.....	\$ _____
SUBTOTAL.....	\$ _____
PREPAID.....	\$ _____
BALANCE DUE.....	\$ _____

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE _____	_____	_____	_____
TIME _____	_____	_____	CK No. _____
BY _____	_____	_____	_____

WALK-IN *3/6 12:00*  
 Will Pick Up \_\_\_\_\_

Please remit invoice number with payment  
 TERMS: NET 10 DAYS FROM INVOICE DATE  
 1 1/2% per month on Past Due Amounts  
 Past 30 Days, 18% per Annum.

THANK YOU  
 from \_\_\_\_\_  
 Your Capital Connection



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

March 6, 1997

CAP CONN

TALL, FL 32301

SUBJECT: SPRIG CORPORATION  
Ref. Number: W97000005263

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97 MAR -6 PM 2:35  
TALLAHASSEE, FLORIDA

We have received your document for SPRIG CORPORATION and your check(s) totaling \$70.00. 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) 487-6904.

Freida Chesser  
Corporate Specialist

Letter Number: 497A00011528

97  
MAR -6 PM 3:19  
CORPORATION

**ARTICLES OF INCORPORATION  
OF  
SPRIG CORPORATION OF KEY LARGO**

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

**ARTICLE I**

The name of the corporation is SPRIG CORPORATION OF KEY LARGO

**ARTICLE II**

The period of its duration is perpetual.

**ARTICLE III**

The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

**ARTICLE IV**

The corporation shall have authority to issue 100 shares all of one class, \$1.00 par value.

**ARTICLE V**

The address of the principal office and mailing address of the corporation is:

96000 Overseas Highway  
Apt. EE35  
Key Largo, FL 33037

**ARTICLE VI**

The address of its initial registered office and the name of its initial registered agent

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97 MAR -6 PM 2: 35  
TALSAHASSEE, FLORIDA

at said address is:

**Jack Bondus  
96000 Overseas Highway  
Apartment EE35  
Key Largo, FL 33037**

**ARTICLE VII**

The initial board of directors shall consist of one director, whose name and address is:

**Jack Bondus  
96000 Overseas Highway  
Apartment EE35  
Key Largo, FL 33037**

**ARTICLE VIII**

The name and address of the incorporator is:

**Jack Bondus  
96000 Overseas Highway  
Apartment EE35  
Key Largo, FL 33037**

Preemptive Rights shall be as follows:

1. Shareholders of the corporation shall have preemptive rights to acquire their pro rata share of stock of the corporation for all issues of any class of stock of the corporation, no matter when authorized, and for whatever consideration is contemplated to be received by the corporation, including but not limited to cash, other property, services, the acquisition of other corporations shares or property through merger or the extinguishment of debts. Preemptive rights shall apply to the reissuance of all redeemed or

otherwise acquired shares, including the reissuance of treasury shares.

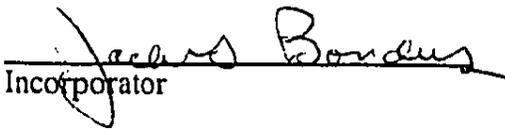
2. This article pertaining to preemptive rights may not be amended or deleted without the unanimous vote of the shareholders of each affected class.

3. No issue of stock of the corporation shall take place unless the price at which the stock is to be issued shall be unanimously approved by the shareholders of the corporation.

4. These preemptive rights shall apply to any corporate obligation which is convertible to or exchangeable for any stock of the corporation, or where there is attached to said obligation any stock warrants or rights which allow the holder to acquire by subscription or purchase any stock of the corporation.

#### ARTICLE X

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 a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

  
Incorporator

Dated: 3-5-97

STATE OF FLORIDA

the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

Jacky. Bondus  
Registered Agent

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SECRETARIAT OF FLORIDA  
TALLAHASSEE, FLORIDA