

Examiner's Initials

**ARTICLES OF INCORPORATION
OF
ADSPECO, INC.**

FILED
97 JUN -3 PM 3:02
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, acting as incorporator of ADSPECO, Inc. under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is ADSPECO, INC.

ARTICLE II. ADDRESS

The mailing address of the corporation is 267 Bedford Avenue, Fort Lauderdale, Florida 33326.

ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence upon the filing of these articles of incorporation.

ARTICLE IV. PURPOSE

The corporation is organized to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE V. AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 10,000 shares of common stock having a par value of \$.01 per share.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 267 Bedford Avenue, Fort Lauderdale, Florida 33326 and the name of the corporation's initial registered agent at that address is Forrest Bennett.

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator is Forrest Bennett, 267 Bedford Avenue, Fort Lauderdale, Florida 33326.

The incorporator of the corporation assigns to this corporation his rights under Section 607.0201, Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the board of directors any rights he may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

ARTICLE VIII. BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE IX. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 2nd day of June, 1997.

A handwritten signature in black ink, appearing to read 'Forrest Bennett', is written over a horizontal line.

Forrest Bennett
Incorporator

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 Chapter 48.091, Florida Statutes, the following is submitted:

That ADSPECO, INC. desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 267 Bedford Avenue, Fort Lauderdale, Florida 33326 has named Forrest Bennett as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, the undersigned agrees to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and is familiar with, and accepts, the obligations of that position.

Dated this 2nd day of June, 1997.

By: 

Forrest Bennett, Individually

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