



# P98000018093

Law Offices of Carl A. Cascio, P.A.

Carl A. Cascio

David S. Nicnick  
Gary S. Gaffney  
(of Counsel)

February 20, 1998

Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

900002438859--8  
-02/24/98--01029--019  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Spergel Consulting, Inc.

Dear Sir or Madame:

Enclosed please find an original and one (1) copy of the Articles of Incorporation, along with a check in the amount of \$122.50 for filing, designation of registered agent, and certified copy fee for the above-referenced entity. Please return the Certificate of Incorporation and certified copy of the Articles to this office at your earliest convenience.

Thank you.

  
Carl A. Cascio, Esq.

CAC/mbn  
Enclosures

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 FEB 24 AM 9:28

First Financial Plaza

639 East Ocean Avenue, Suite 207 - Boynton Beach, FL 33435 - (561) 736-7743 - Fax (561) 737-9775

RP  
02-25-98

**ARTICLES OF INCORPORATION  
OF  
SPERGEL CONSULTING, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 FEB 24 AM 9:28

ARTICLE I  
NAME

The name of this Corporation is Spergel Consulting, Inc.

ARTICLE II  
DURATION

This Corporation shall have perpetual existence. The effective date of this Corporation shall be the date of filing of these Articles.

ARTICLE III  
PURPOSE

The general purposes for which the Corporation is organized are the following:

- A. To engage in and transact any lawful business for which profit corporations may be incorporated under the Florida General Corporation Act. No other purpose limits the general purpose in any way.
- B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.
- C. To engage in consulting services for chemical metal painting companies.

ARTICLE IV  
SHARES

The aggregate number of shares which the Corporation is authorized to issue is 100 hundred (100) shares of common stock. Such shares shall be of a single class and shall have a no par value.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The mailing address of the Corporation is c/o 7447 Le Chalet Boulevard, Boynton Beach, Florida 33437. The street address of its initial Registered Office is 7447 Le Chalet Boulevard.

Boynton Beach, Florida 33437, and the name of its initial Registered Agent at such address is Sonia Spergel.

#### ARTICLE VI

##### INITIAL BOARD OF DIRECTORS

This Corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one. The name and address of the initial directors of this Corporation is:

| <u>Name</u>   | <u>Address</u>   |
|---------------|--|
| Sonia Spergel | 7447 Le Chalet Boulevard<br>Boynton Beach, Florida 33437 |

#### ARTICLE VII

##### INCORPORATORS

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

| <u>Name</u>   | <u>Address</u>   |
|---------------|--|
| Sonia Spergel | 7447 Le Chalet Boulevard<br>Boynton Beach, Florida 33437 |

#### ARTICLE XIII

##### INDEMNIFICATION

The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by law.

#### ARTICLE IX

##### INITIAL OFFICERS

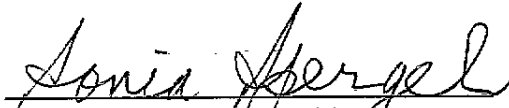
The names, offices and street addresses of the first officers of this Corporation, who shall hold office for the first year of the Corporation's existence or until their successors are elected and shall

have qualified, are the following:

| <u>NAME</u>   | <u>OFFICE</u>       | <u>ADDRESS</u>   |
|---------------|---------------------|--|
| Sonia Spergel | President/Secretary | 7447 Le Chalet Boulevard<br>Boynton Beach, Florida 33437 |

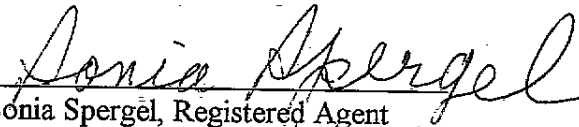
IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation this

20 day of February, 1998.

  
SONIA SPERGEL, President

ACCEPTANCE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

I, the undersigned person, having been named as Registered Agent and to accept service of process for the above-stated Corporation at the place designated in this statement, hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

  
Sonia Spergel, Registered Agent

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 FEB 24 AM 9:28