

P980000 36881

TRANSMITTAL LETTER

Department of State
Division of Corporations
P O Box 6327
Tallahassee, FL 32314

300002486313--3
-04/13/98--01047--011
****122.50 ****122.50

SUBJECT: Spencer and Holley, Inc

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$122.50 for the filing fee and a certified copy.

FROM: Steven M Spencer
351 Bayou Circle
Freeport, FL 32439
(850) 835-2927

FILED
98 APR 23 AM 11:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

698-8425



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

April 15, 1998

STEVEN M SPENCER
351 BAYOU CIRCLE
FREEPORT, FL 32439

SUBJECT: SPENCER AND HOLLEY, INC
Ref. Number: W98000008425

We have received your document for SPENCER AND HOLLEY, INC and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

Please return the original and one copy of 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 (850) 487-6925.

Barbara Brock
Document Specialist

Letter Number: 998A00020096

ARTICLES OF INCORPORATION

OF

SPENCER AND HOLLEY, INC

The undersigned incorporator, for the purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Spencer and Holley, Inc

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

351 Bayou Circle
Freeport, FL 32439

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock, with a par value of \$1.00 per share.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Steven M Spencer
351 Bayou Circle
Freeport, FL 32439

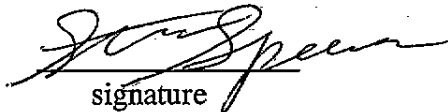
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ARTICLE V INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Steven M Spencer
351 Bayou Circle
Freeport, FL 32439

The undersigned incorporator has executed these Articles of Incorporation this 1st day of February 1998.


signature

ACCEPTANCE

I HEREBY AM FAMILIAR WITH AND ACCEPT THE DUTIES AND RESPONSIBILITIES AS REGISTERED AGENT.



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