

P99000044656

TRANSMITTAL LETTER

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

FILED
MAY 13 PM 1:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Subject SPG Communications, Inc.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for

\$78.75
Filing Fee
& Certified Copy

\$122.50
Filing Fee
& Certified Copy
(ADD'L COPY REQ'D)

\$131.25
Filing Fee,
Certified Copy
& Certificate
(ADD'L COPY REQ'D)

FROM:	Philip K. Akalp
	26500 West Agoura Road, Suite 361, Calabasas, California 91302

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*****78.75 *****78.75

F. CHESTER MAY 17 1999

NOTE: Please provide the original and one copy of the articles. Provide TWO copies if you have requested a certified copy as designated in the boxes above.

ARTICLES OF INCORPORATION
OF
SPG Communications, Inc.

The undersigned incorporator, for the purpose 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: SPG Communications, Inc.

ARTICLE II PRINCIPAL OFFICE

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

6617 CORAL COVE DRIVE
ORLANDO, FLORIDA 32818

ARTICLE III SHARES

The number of shares that this corporation is authorized to have outstanding at any one time is: 1,500.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent is:

Martin Lacek
2703 Summerfield Road
Winter Park, Florida 32792

ARTICLE V INCORPORATOR

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

Philip K. Akalp
26500 West Agoura Road, Suite 361
Calabasas, California 91302

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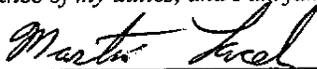


Philip K. Akalp, Incorporator

4/26/99

Date

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I 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.



Martin Lacek, Registered Agent

5/3/99

Date