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TRANSMITTAL LETTER

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

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-07/19/99--01062--006
****122.50 *****78.75

SUBJECT : SPATHETICS, INC.

Enclosed is an original and one (1) copy of the articles of
incorporation and our check for \$ 122.50

FROM:

DAWN R. MACLELLAN
2426 N.W. 138TH DRIVE
SUNRISE, FLORIDA 33323

(954) 851-9699

FILED
99 JUL 19 AM 11:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Note: Please provide the original and one copy of the articles.

TS 7/26/99

FILED

99 JUL 19 AM 11:33

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

SPATHETICS, INC.

The undersigned incorporator(s) for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles Of Incorporation.

ARTICLE I NAME

The name of the corporation shall be :

SPATHETICS, INC.

ARTICLE II PRINCIPAL OFFICE

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

2426 N.W. 138TH DRIVE
SUNRISE, FLORIDA 33323

ARTICLE III CAPITAL STOCK

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

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

DAWN R. MACLELLAN
2426 N.W. 138TH DRIVE
SUNRISE, FLORIDA 33323

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

1> DAWN R. MACLELLAN
2426 N.W. 138TH DRIVE
SUNRISE, FLORIDA 33323

2>

3>

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this 15TH day of JULY, 1999.



DAWN R. MACLELLAN

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 of 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1> The name of the corporation is :

SPATHETICS, INC.

2> The name and address of the registered agent and office is:

DAWN R. MACLELLAN
2426 N.W. 138TH DRIVE
SUNRISE, FLORIDA 33323

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.



DAWN R. MACLELLAN

JULY 15, 1999

FILED
99 JUL 19 AM 11:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA