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122.50 **78.75

Barnett & Garcia Inc.
8711 S.W. 97 Avenue
Apt. 123
Miami, Florida 33173

March 6, 1999

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

Re: Articles of Incorporation
Barnett & Garcia Inc.

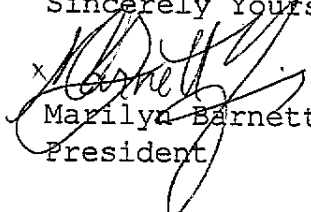
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Sir:

Enclosed please find a check of \$122.50 which will cover the fees for filling and one certified copy of The Articles of Incorporation.

Should you have any questions, please feel free to contact us.

Sincerely Yours,


Marilyn Barnett
President

F. OESSER MAR 18 1999

ARTICLES OF INCORPORATION

OF

BARNETT & GARCIA INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation.

ARTICLE I. - CORPORATE NAME

The name of the corporation is BARNETT & GARCIA INC.

ARTICLE II. - CORPORATE DURATION

The duration of the corporation is perpetual, and the corporate existence is to commence upon filing hereof, pursuant to F.S. Section 607.0203 (1991).

ARTICLE III. - NATURE OF BUSINESS

The corporation may engage in any activity of business permitted under the laws of the United States of America and the State of Florida.

ARTICLES IV. - CAPITALIZATION

The aggregate number of shares which the corporation is authorized to issue is one thousand (1,000) shares. Such shares shall be of a single class and shall have a par value of one dollar (\$1.00) per share.

ARTICLE V. - REGISTERED OFFICE, AGENT AND PRINCIPAL OFFICE

The street address of the initial registered and principal office of the corporation is 8711 S.W. 97 Avenue Apt.123 Miami, Florida 33173 and the name of its initial registered agent at such address is Marilyn Barnett.

ARTICLE VI. - DIRECTORS

The number of directors constituting the initial Board of Directors of the corporation is one. The name and address of the person who is to serve as a member of the initial Board of Directors is:

Marilyn Barnett
8711 S.W. 97 Avenue
Apt. 123
Miami, Florida 33173

ARTICLE VII. - INCORPORATORS

The name and address of the incorporator is:


Marilyn Barnett
8711 S.W. 97 Avenue
Apt. 123
Miami, Florida 33173

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ACKNOWLEDGMENT OF APPOINTMENT AS REGISTERED AGENT

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.


Marilyn Barnett