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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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WAIT

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MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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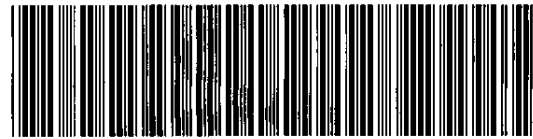
AUTHORIZATION BY PHONE TO

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DATE _____

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APPROVED
AND
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10 AUG 31 PM 2:01

PS 9/1/10

BARKER ANIMATION

ART GALLERY

Fine Art & Sculptures

Tuesday, August 24, 2010

Pam Smith
Florida Dept of State
New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Barker Animation, Inc. - Registration/Foreign Corporation

Dear Pam:

As per our phone call today, we have decided to register Barker Animation Inc as Foreign Corporation doing business in the State of Florida.

Attached is the completed Application By Foreign Corporation for Authorization to Transact Business in Florida, along with a copy of our Certificate of Incorporation and our statement of Annual Business Filing in CT which was processed in December 2009.

Please discard the application we sent previously to file as a Florida Corporation and use the check that you currently have for \$ 78.75 to process the enclosed application.

I want to thank you for assistance and if you require any additional information, please contact me at our Connecticut headquarters at 800-227-5372, ext 224.

Sincerely,

BARKER ANIMATION, INC.

Darlene Bowen

Darlene Bowen

Cheshire Gallery

1188 HIGHLAND AVE. (RTE. 10) • CALLER BOX 222 • CHESHIRE, CT 06410
1-800-995-CELS (2357) OR 1-800-224-CELS (2357) • (203) 272-CELS (2357) • FAX (203) 699-1188

Corporate Headquarters

27 REALTY DRIVE • CALLER BOX 222 • CHESHIRE, CT 06410
1-800-227-5372 • (203) 272-2222 • FAX (203) 250-6770

VISIT US ON THE WORLD WIDE WEB AT www.barkeranimation.com E-MAIL US AT fun@barkeranimation.com

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: BARKER ANIMATION, INC.

Name of corporation - must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," or "Certificate of Good Standing" and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

DARLENE BOWEN

Name of Person

BARKER ANIMATION, INC

Firm/Company

27 REALTY DRIVE

Address

CHESHIRE CT 06410

City/State and Zip code

DARLENE@BARKERSPECIALTY.COM

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

DARLENE BOWEN

Name of Person

at (800) 227-5372

Area Code & Daytime Telephone Number

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

☐ \$70.00 Filing Fee

☒ \$78.75 Filing Fee &
Certificate of Status

☐ \$78.75 Filing Fee &
Certified Copy

☐ \$87.50 Filing Fee,
Certificate of Status &
Certified Copy

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. BARKER ANIMATION, INC.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. CONNECTICUT

(State or country under the law of which it is incorporated)

3. 06-1369479

(FEI number, if applicable)

4. DECEMBER 31, 1992

(Date of incorporation)

5. _____
(Duration: Year corp. will cease to exist or perpetual)

6. OPENING APPROX 10/15/2010 (NO BUSINESS PRIOR)

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. (NEW FL LOC)BARKER ANIMATION, INC 600 SILKS RUN-SUITE 1270 HALLANDALE BEACH, FL 33009

(Principal office address)

(CORPORATE)BARKER ANIMATION INC; 27 REALTY DRIVE; CHESHIRE CT 06410

(Current mailing address)

8. NEW RETAIL LOCATION-ANIMATION ART, FINE ART, SCULPTURES & COLLECTIBLES

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: GLORIA BARKER

Office Address: 3535 SO OCEAN DR - APT 2201

HOLLYWOOD

(City)

, Florida 33019

(Zip code)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10 AUG 31 PM 2:01

APPROVED
AND
FILED

10. **Registered agent's acceptance:**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Gloria Barker

(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: HERBERT BARKER

Address: 3535 SO OCEAN DRIVE- APT 2201

HOLLYWOOD, FL 33019

Vice President: GLORIA BARKER

Address: 3535 SO OCEAN DRIVE-APT 2201; HOLLYWOOD, FL 33019

Secretary: GLORIA BARKER

Address: 3535 SO OCEAN DRIVE-APT 2201; HOLLYWOOD, FL 33019

Treasurer: HERBERT BARKER

Address: 3535 SO OCEAN DRIVE-APT 2201; HOLLYWOOD, FL 33019

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. *Gloria Barker*

(Signature of Director or Officer listed in number 12 of the application)

14. GLORIA BARKER, VICE PRESIDENT & SECRETARY

(Typed or printed name and capacity of person signing application)

10 AUG 31 PM 2:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
AFFIDAVIT
AND
FILED

Office of the Secretary of the State of Connecticut

I, the Connecticut Secretary of the State, and keeper of the seal thereof,
DO HEREBY CERTIFY, that the certificate of incorporation of

BARKER ANIMATION, INC.

a domestic STOCK corporation, was filed in this office on December 31, 1992.

A certificate of dissolution has not been filed, the corporation has filed all annual reports, and so far as indicated by the records of this office such corporation is in existence.



Secretary of the State

Date Issued: August 30, 2010