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TALLAHASSEE, FL 32301  
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904-222-0931

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1960000000138

ACCOUNT NO. : 072100000032

REFERENCE : 029316 6179A

AUTHORIZATION :

COST LIMIT : \$ PPD

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-02/06/96--01014--002  
\*\*\*337.50 \*\*\*337.50

ORDER DATE : February 1, 1996

ORDER TIME : 11:04 AM

ORDER NO. : 029316

CUSTOMER NO: 6179A

CUSTOMER: Shirley Stevens, Legal Asst  
WEISS & HANDLER, P.A.

Suite 210 A  
2255 Glades Road  
Boca Raton, FL 33431-7383

DOMESTIC FILING

NAME: BARMAR COMPANY, L.C.

ARTICLES OF INCORPORATION  
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
XX PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: MJP

EXAMINER'S INITIALS:

T. BROWN FEB - 1 1996

FILED  
96 FEB - 1 PM 3:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

NR 296-238



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

January 18, 1996

CSC NETWORKS

The name THE BARMAR COMPANY, LC has been reserved for 120 days beginning January 18, 1996. The reservation number is R96000000238 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lantham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Judy Eure

Letter number: 596A00002227

JAN 22 1996

## ARTICLES OF ORGANIZATION

OF

**BARMAR COMPANY, L.C.**

FILED  
96 FEB -1 PM 3:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

### ARTICLE I - NAME AND ADDRESS

The name of the limited liability company shall be **BARMAR COMPANY, L.C.**, (the "Company"). The mailing address and street address of the principal office of the Company in Florida shall be 2255 Glades Road, Suite 218A, Boca Raton, Florida 33432.

### ARTICLE II - DURATION

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company's existence shall be perpetual unless the Company is earlier dissolved as provided in these Articles of Organization or by law.

### ARTICLE III - PURPOSES AND POWERS

The general purpose for which the Company is organized is to transact any lawful business for which a limited liability may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

### ARTICLE IV - REGISTERED OFFICE AND AGENT

The name of the registered agent of the Company in the State of Florida is Henry B. Handler, and the street address of the registered office is 2255 Glades Road, Suite 218A, Boca Raton, Florida 33431.

### ARTICLE V - CAPITAL CONTRIBUTIONS

The members of the Company shall contribute to the capital of the Company the cash or property set forth in Exhibit "A".

### ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the Company only upon the unanimous consent of all the members.

### ARTICLE VII - ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and upon such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Company

as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

#### **ARTICLE VIII - TERMINATION OF EXISTENCE**

The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or manager, or upon the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members, provided there are at least two remaining members.

#### **ARTICLE IX - MANAGEMENT**

The Company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with the law or these Articles of Organization. The names and addresses of the managing members are:

**NAME**

**ADDRESS**

**HOWARD I. WEISS**

2255 Glades Road, Suite 218A  
Boca Raton, Florida 33431

**HENRY B. HANDLER**

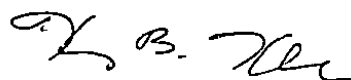
2255 Glades Road, Suite 218A  
Boca Raton, Florida 33431



**HENRY B. HANDLER, Member**

#### **ACCEPTANCE OF REGISTERED AGENT**

The undersigned, being the person named in the Articles of Organization of **BARMAR COMPANY, L.C.**, as the registered agent of this limited liability company, hereby consents to his appointment as registered agent of the Company simultaneously with being designated in the Articles of Organization. The undersigned is familiar with and accepts the obligations of registered agent of the Company.



**HENRY B. HANDLER  
REGISTERED AGENT**

**EXHIBIT "A"**  
**CAPITAL CONTRIBUTIONS TO BARMAR COMPANY, L.C.**

HOWARD I. WEISS                      \$10.00

HENRY B. HANDLER                    \$10.00

**AFFIDAVIT OF DECLARATION OF BARMAR COMPANY, L.C.**


STATE OF FLORIDA                    )  
  )       ss  
COUNTY OF PALM BEACH        )

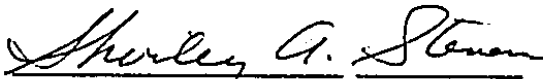
BEFORE ME, the undersigned authority personally appeared HENRY B. HANDLER, who, after being duly sworn and under oath, deposes and says as follows:

1. That Barmar Company, L.C. has at least two (2) members;
2. That the cash contributed by each member is Ten Dollars (\$10.00);
3. There has been no other property other than the cash contributed by the members contributed to Barmar Company, L.C.
4. The amount anticipated to be contributed by the members is approximately Five Hundred (\$500.00) Dollars.

FURTHER AFFIANT SAYETH NAUGHT.

  
HENRY B. HANDLER

SWORN TO AND SUBSCRIBED before me by HENRY B. HANDLER, who is personally known to me ☒ or who did provide  for identification, on this 30<sup>th</sup> day of January, 1996

  
NOTARY PUBLIC

My Commission expires:

(Seal)



SHIRLEY A. STEVENS  
MY COMMISSION # CC 214678 EXPIRES  
AUGUST 26, 1996  
BOYCE THRU TINY FAIR INSURANCE, INC.

HBH/sas  
d:\barmore\articles

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96 FEB - 1 PM 3:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA