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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Bureau of Corporate records
P O Box 6327
Tallahassee, FL 32314

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-01/29/01--01111--018
****122.50 ****78.75

Enclosed is the following fee to incorporate.

FLORIDA CORPORATION
CERTIFICATE DESIGNATION AGENT
CHARTER TAX NO PAR VALUE STOCK
CERTIFICATION FEES-CERTIFICATE

TOTAL \$122.50

MAIL FILING ACKNOWLEDGEMENT TO:

BARBARA C. STURGEON
870 OLD DIXIE HIGHWAY NO. 18
LAKE PARK, FL 33403

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ARTICLES OF CORPORATION
OF
BARBARA BAY INC.

The undersigned; for the purpose of forming a corporation under the
FLORIDA GENERAL CORPORATION ACT hereby adopts the following
Articles of Incorporation:

ARTICLE ONE
NAME

The name of the corporation is BARBARA BAY INC.

ARTICLE TWO
DURATION

The terms of existence of the corporation is perpetual.

ARTICLE THREE
PURPOSE

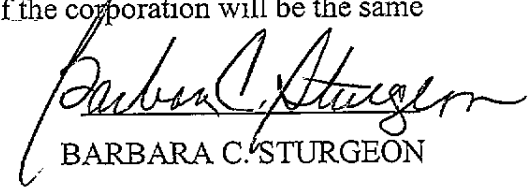
The corporation may transact any and all lawful business for which corporations may be
incorporated under the Laws of the state of FLORIDA.

ARTICLE FOUR
CAPITAL STOCK

The maximum number of shares which the corporation has authority to issue is 500 all of
which shall be common shares with No Par Value.

ARTICLE FIVE
REGISTERED OFFICE

The street address of the initial registered office of the corporation shall be 870 OLD DIXIE HIGHWAY
NO. 18 LAKE PARK, FL 33403, and the name of the initial registered agent at such address
is BARBARA C. STURGEON. The principal address of the corporation will be the same
as registered office.


BARBARA C. STURGEON

ARTICLE SIX
PRE-EMPTIVE RIGHTS

The shareholders shall have Pre-Emptive Rights.

ARTICLE SEVEN
DIRECTORS

The Board of Directors of the corporation shall consist of two members. The name and address of the initial Directors of the Board.

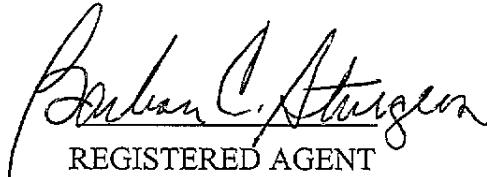
<u>NAME</u>	<u>ADDRESS</u>
BARBARA C. STURGEON	870 OLD DIXIE HWY NO. 18 LAKE PARK, FL 33403
ARTHUR STURGEON	870 OLD DIXIE HWY NO. 18 LAKE PARK, FL 33403

ARTICLE EIGHT
INCORPORATOR

The name and address of the incorporator is; and I hereby am familiar with the duties as registered agent for said corporation.

<u>NAME</u>	<u>ADDRESS</u>
BARBARA C. STURGEON	870 OLD DIXIE HWY NO. 18 LAKE PARK, FL 33403

IN WITNESS WHEREOF, I have subscribed my name this


REGISTERED AGENT
BARBARA C. STURGEON

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