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Monday, February 19, 2001

FILED
2001 FEB 23 PM 3:24
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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Via U.S. Mail

Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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*****78.75 *****78.75

**RE: Bar - K Enterprises, Inc.
Articles of Incorporation & Designation of Registered Agent
RSB File No.: 232-01**

Dear Secretary of State:

Enclosed please find the following documents to be filed regarding the above-referenced matter:

1. Articles of Incorporation;
2. Certificate of Designation of Registered Agent / Registered Office;
3. Our firm's check in the amount of Seventy-Eight and 75/100 (\$78.75) Dollars representing the Seventy and 00/100 (\$70.00) Dollars for the filing fee and the Eight and 75/100 (\$8.75) Dollars certified copy fee; and
4. A self-addressed stamped envelope for the return of the filed documents.

Please file these and have the corporation started on March 1, 2001. Once filed, please fax back at the above number, then mail the original in the enclosed self-addressed stamped envelope.

Thank you for your prompt cooperation in this matter. If you have any questions regarding the foregoing, please contact me.

Very truly yours,



Richard S. Bergholtz, P.A.

RSB/pdb

Enclosures

L:\Documents\232-01 Montgomery, Keith - Corporation\Correspondence\Division of Corporations 02-19-01 Ltr.wpd

ga 2/26/01

EFFECTIVE DATE

03/01/01

ARTICLES OF INCORPORATION

OF

BAR - K ENTERPRISES, INC.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, acting as incorporator pursuant to Chapter 607 of the Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I.

Name

The name of the corporation is: Bar - K Enterprises, Inc.

ARTICLE II.

Date of Incorporation

The existence of the corporation shall begin on March 1, 2001.

ARTICLE III.

Address

The street address of the principal office of the Corporation is 120 Orange Court, Umatilla, Florida 32784.

ARTICLE IV.

Shares

The maximum number of shares this Corporation is authorized to issue is 100, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V.
Registered Agent / Address

The initial street address of the Corporation's registered office is Richard S. Bergholtz, P.A., 411 North Donnelly Street, Suite 207, Mount Dora, Florida 32757. The initial registered agent for the Corporation at that address is Richard S. Bergholtz, Esquire.

ARTICLE VI.
Director / Address

The initial board of directors shall consist of one (1) member. The name and address of the person who will serve on the initial board of director is:

Keith Montgomery
120 Orange Court
Umatilla, Florida 32784

ARTICLE VII.
Name Signing Articles / Address

The name and street address of the person signing these Articles of Incorporation is:

Keith Montgomery
120 Orange Court
Umatilla, Florida 32784

ARTICLE VIII.
Indemnification

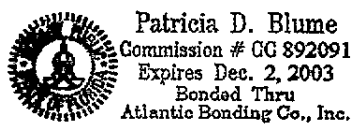
The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of
Incorporation this 19 day of February, 2001.

Keith Montgomery
Keith Montgomery
Incorporator

SWORN TO AND SUBSCRIBED before me this 19th day of February, 2001.

Patricia D. Blume
Signature of Notary Public
State of FLORIDA



Print, Type, or Stamp
Commissioned Name/Notary Public

Personally Known _____ Produced Identification ✓
Type of Identification Produced FL D.L. m 532-171-661-185-D

SWORN TO AND SUBSCRIBED before me this 19th day of February, 2001.

Patricia D. Blume

Signature of Notary Public
State of FLORIDA



Patricia D. Blume
Commission # GC 892091
Expires Dec. 2, 2003
Bonded Thru
Atlantic Bonding Co., Inc.

Print, Type, or Stamp
Commissioned Name/Notary Public

Personally Known _____

Produced Identification ✓

Type of Identification Produced FL D.L. M535-171-61-185-D

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT / REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMIT'S THE FOLLOWING STATEMENTS IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: Bar - K Enterprises, Inc.

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

Richard S. Bergholtz, P.A.

(Name)

411 North Donnelly Street, Suite 207

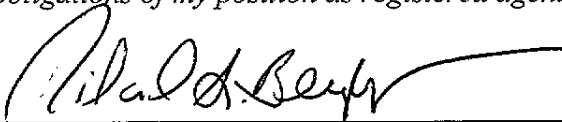
(P.O. Box not acceptable)

Mount Dora, Florida 32757

(City/State/Zip)

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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.



(Signature)

Feb. 19, 2001

(Date)