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DAVID R. MARTIN, ESQUIRE

P.O. BOX 320817
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Telephone (321) 868-0579
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August 14, 2001

Corporate Records Bureau
Division of Corporations
Department of State
409 E. Gaines Street
Tallahassee, FL 32399

RE: BARTHA ASSOCIATES, INC.

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

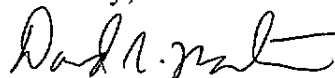
Dear Sir/Madam:

Enclosed is the original and a copy of the proposed Articles of Incorporation for the above-named corporation, a Registered Agent Designation, and a check to your order to cover the following items:

1.	Filing	\$ 35.00
2.	Certified copy of the Articles of Incorporation	8.75
3.	Registered Agent Designation	<u>35.00</u>
TOTAL		\$ 78.75

Please send me a certified copy of the Articles of Incorporation once filed.

Sincerely,


David R. Martin, Esquire

Enclosures
cc: Jeannie K. Bartha

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION
OF
BARTHA ASSOCIATES, INC.**

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, hereby acts as incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

Article I
Name

The name of the corporation is **BARTHA ASSOCIATES, INC.**

Article II
Duration

This duration of this corporation is perpetual. The date and time of commencement is the time these Articles are subscribed and acknowledged if filed with the Department of State of the State of Florida within five (5) days after such date, but if not filed within five (5) days, the time of filing with the Department of State.

Article III
Place of Business and Mailing Address

The street address of the principal office of the corporation is 456 INDIAN CREEK DRIVE, COCOA BEACH, FLORIDA 32931

Article IV
Shares

The aggregate number of shares of stock which the corporation shall have authority to issue is 500 shares of common voting stock having a par value of \$1.00 per share.

Article V
General Purposes

The general purposes for which this corporation is initially organized are to engage in any or all lawful business for which corporations may be incorporated under Florida law.

Article VI
Registered Agent

The initial street address of the Corporation's registered office is 456 INDIAN CREEK DRIVE, COCOA BEACH, FLORIDA 32931 The initial registered agent for the Corporation at that address is David R. Martin.

Article VII
Directors

The initial board of directors shall consist of 1 member. This number may be increased or decreased from time to time in accordance with the Corporation's bylaws but shall never be less than one. The name and address of the person who will serve on the initial board of directors is:

<u>NAME</u>	<u>STREET ADDRESS</u>
Jeannie K. Bartha	456 Indian Creek Drive Cocoa Beach, Florida 32931

Article VIII
Incorporator

The name and street address of the incorporator signing these articles of incorporation is:

<u>NAME</u>	<u>STREET ADDRESS</u>
Jeannie K. Bartha	456 Indian Creek Drive Cocoa Beach, Florida 32931

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation under the laws of the State of Florida this 14th day of AUGUST, 2001.


Name: JEANNIE K. BARTHA

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for **BARTHA ASSOCIATES, INC.** At the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

Dated this 14TH day of AUGUST, 2001.


Name: **DAVID R. MARTIN**

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SECRETARY OF STATE
TALLAHASSEE FLORIDA