

P01000102207

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 66327
Tallahassee, Florida 34214

800004631148--8
-10/11/01--01030--009
*****78.75 *****78.75

SUBJECT: STANLEY BARNABUS STUDIOS, INC.

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for \$78.75 for:

Filing Fees	\$35.00
Registered Agent Designation	\$35.00
Certified Copy	\$ 8.75
TOTAL:	<u>\$78.75</u>

W01-23702

FROM: Bernice C. Ditchfield
2825 Pinecrest Street
Sarasota, Florida 34239
(941) 923-2013

FILED
01 OCT 22 PM 4:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch OCT 22 2001



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

October 12, 2001

BERNICE C DITCHFIELD
2825 PINECREST STREET
SARASOTA, FL 34239

SUBJECT: STANLEY BARNABUS STUDIOS, LTD
Ref. Number: W01000023702

We have received your document for STANLEY BARNABUS STUDIOS, LTD and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The use of the abbreviation "Ltd." does not clearly indicate that this is a corporation instead of a partnership. Therefore, please remove the abbreviation "Ltd." from the corporate name."

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6928.

Tim Burch
Document Specialist
New Filing Section

Letter Number: 901A00056809

**ARTICLES OF INCORPORATION
OF
STANLEY BARNABUS STUDIOS, INC.**

FILED
01 OCT 22 PM 4:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE ONE

The name of the Corporation is **STANLEY BARNABUS STUDIOS, INC.**
The mailing address of the corporation is 2825 Pinecrest Street, Sarasota, Florida 34239.

ARTICLE TWO

The duration of the corporation is perpetual.

ARTICLE THREE

The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

ARTICLE FOUR

The aggregate number of shares which the Corporation is authorized to issue is 10,000 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

ARTICLE FIVE

The street address of the initial Registered Office of the Corporation is 2825 Pinecrest Street, Sarasota, Florida 34239, and the name of that Registered Agent at that address is Bernice C. Ditchfield.

I hereby am familiar with and accept the duties and responsibilities as
Registered Agent.


Bernice C. Ditchfield

10/18/01

ARTICLE SIX

The number of Directors constituting the initial Board of Directors is THREE (3) Directors. The number of Directors may be increased or decreased from time to time, but shall never be less than three. The names and addresses of the initial Directors of the Corporation are:

1. Stanley Ditchfield, 7173 W. Country Club Drive N., Ste. 141, Sarasota, FL 34243
2. Stephen P. Ditchfield, 2825 Pinecrest St., Sarasota, FL 34239
3. Bernice C. Ditchfield, 2825 Pinecrest St., Sarasota, FL 34239

ARTICLE SEVEN

The name and address of the incorporator is as follows: Bernice C. Ditchfield, 2825 Pinecrest St., Sarasota, FL 34239.

ARTICLE EIGHT

The Corporation shall elect to be taxed as an S Corporation under the Internal Revenue Code. The Corporation shall only authorize and issue one class of stock, non-voting common. No Stockholder shall do any act (including the sale or transfer of the Stockholder's stock) which shall contravene or revoke the Corporation's election to be taxed as an S Corporation.

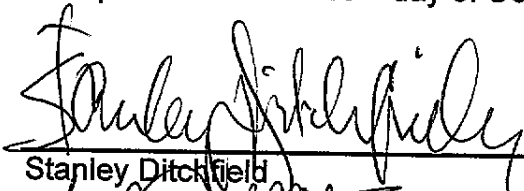
ARTICLE NINE

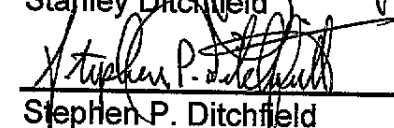
The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon them, and any right conferred upon Shareholders is subject to this reservation.

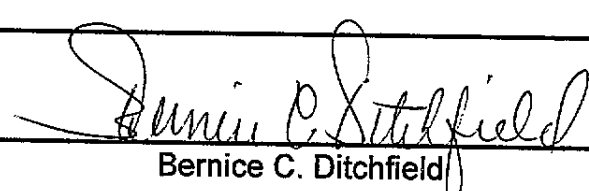
ARTICLE TEN

In accordance with Section 607.0203, Florida Statutes, the date when this corporate existence shall commence is October 18th, 2001.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 18th day of October, 2001.


Stanley Ditchfield



Stephen P. Ditchfield

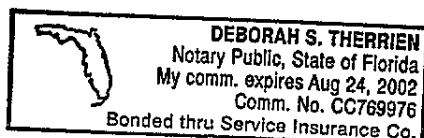

Bernice C. Ditchfield

STATE OF FLORIDA
COUNTY OF SARASOTA

Before me personally appeared Stanley Ditchfield, Stephen P. Ditchfield, and Bernice C. Ditchfield, identified by Florida Driver's Licenses to be the persons described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that they executed that instrument for the purposes stated therein.

Witness my hand and official seal this 18th day of October, 2001.

All personally known by me. 
Notary Public, State of Florida
At Large



My Commission Expires: