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October 18, 2001

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

700004647687--8  
-10/22/01--01041--023  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: BarnWorks, Corp.

Dear Sir/Madam:

Enclosed for filing, please find an original and one (1) copy of the Articles of Incorporation for BarnWorks, Corp. Our firm's check in the amount of \$78.75 is enclosed representing the filing fee for said articles. Please return a filed copy of the enclosed documents to the undersigned at your earliest convenience. Thank you.

Sincerely,

Helen Brock Ford  
Paralegal

/hbf  
Enclosures

FILED  
01 OCT 22 AM 9:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
BARNWORKS CORP.**

FILED  
01 OCT 22 AM 9:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I - NAME**

The name of this corporation is BARNWORKS CORP.

**ARTICLE II - INITIAL PRINCIPAL OFFICE AND MAILING ADDRESS**

The address of the initial principal place of business and the mailing address of the corporation is 507 Mercer's Fernery Road, DeLand, Florida 32720.

**ARTICLE III - AUTHORIZED SHARES**

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$.01 per share.

**ARTICLE IV - INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the initial registered office of the corporation is 507 Mercer's Fernery Road, DeLand, Florida 32721 and the initial registered agent of this corporation at that address is Peter A. Stenborg, II.

**ARTICLE V - INCORPORATOR**

The name and address of the incorporator is as follows:

Name

Address

Peter A. Stenborg, II

507 Mercer's Fernery Road  
DeLand, Florida 32720

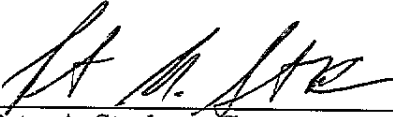
**ARTICLE VI - INITIAL BOARD OF DIRECTORS**

The name and street address of the initial sole member of this corporation's initial Board of Directors is as follows:

Peter A. Stenborg, II

507 Mercer's Fernery Road  
DeLand, Florida 32720

IN WITNESS WHEREOF, the undersigned does hereby execute this instrument this 16th  
day of October, 2001.

  
\_\_\_\_\_  
Peter A. Stenborg, II

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

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent, in the State of Florida.

1. The name of the corporation is BARNWORKS CORP.
2. The name and address of the registered agent and office is:

Peter A. Stenborg, II  
507 Mercer's Fernery Road  
DeLand, Florida 32721

**BARNWORKS CORP.**

By: 

Peter A. Stenborg, II, its Incorporator

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01 OCT 22 AM 9:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Dated this 16th day of October, 2001.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF HIS DUTIES, AND ACCEPTS THE DUTIES AND OBLIGATIONS OF HIS POSITION AS REGISTERED AGENT INCLUDING THOSE CONTAINED IN SECTION 607.0505, FLORIDA STATUTES.

  
Peter A. Stenborg, II

Dated this 16th day of October, 2001.