

P02000024709  
DML

D. MICHAEL LINS, P.A.

ATTORNEY AT LAW

Cypress Point Office Park  
10014 N. Dale Mabry Hwy., Suite 101  
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Phone: (813) 908-6256  
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April 15, 2002

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

100005337181--0  
-04/24/02--01064--004  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

**Re: Barger Properties, Inc.**

Dear Sir or Madam:

Enclosed please find the following with regard to the referenced corporation.

1. Amended and Restated Articles of Incorporation (2 originals).
2. Amended Certificate Designating Registered Agent (original and 1 copy).
3. Check in the amount of \$70.00 payable to the Secretary of State.

Please file the Amended Articles and Certificate immediately upon your receipt of same, and return a file-stamped original of the Articles and copy of the Certificate to our office along with the Notice of Incorporation.

Thank you for your assistance in this matter. If you have any questions, please call me.

Very truly yours,

By: D. Michael Lins  
D. Michael Lins, P.A.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
2002 JUN -3 AM 10:39

DML/tln  
Enclosures

Amended & Restated Art.  
LFL  
6-5-2002



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

May 22, 2002

D. MICHAEL LINS, P.A.  
CYPRESS POINT OFFICE PARK  
10014 N. DALE MABRY HWY., STE. 101  
TAMPA, FL 33618

SUBJECT: BARGER PROPERTIES, INC.  
Ref. Number: P02000024709

We have received your document for BARGER PROPERTIES, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date of adoption of each amendment must be included in the document.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

Your document is being returned as I have had no further communication with you since our phone call of April 30, 2002.

Please return 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) 245-6909.

Velma Shepard  
Corporate Specialist

Letter Number: 202A00032911

5/29/02



Dear Ms. Shepard,

Enclosed are the Amended and  
Restated Articles which now  
comply with your request.

Thank you.

D. Michael Lins

DIVISION OF CORPORATIONS

02 JUN -3 AM 8:35

RECEIVED

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION**

**2002 JUN -3 AM 10: 39**

**OF**

**BARGER PROPERTIES, INC.**

**The amendments set forth in these Amended and Restated Articles were approved by the shareholders. The number of votes cast for the amendments were sufficient for approval. The vote approving this amendment was taken on April 17, 2002.**

The Articles of Incorporation of Barger Properties, Inc. were filed with the Florida Secretary of State on March 6, 2002. The Articles of Incorporation are hereby Amended and Restated for purposes of correcting the address of the corporation, its directors, and the registered agent, as follows:

**ARTICLE I  
NAME**

The name of the Corporation is Barger Properties, Inc. The address of the Corporation is 702 Willow Branch Court, Lutz, Florida 33549.

**ARTICLE II  
DURATION**

The Corporation shall have perpetual existence.

**ARTICLE III  
PURPOSE**

The Corporation is organized for the following purposes: to engage in any activity or business incidental to or related to the business; to acquire and hold stock in any corporation; to engage in joint ventures and partnerships, as a limited or general partner; to acquire, own, hold, manage, mortgage, improve, lease, sell, exchange, transfer, and otherwise deal with real, personal, and intangible property wherever situate; to carry out the said purposes in any State, territory, district, or possession of the United States, or in any foreign country; and to engage in any activity or business permitted under the laws of the United States, the State of Florida, and any other State or foreign country.

**ARTICLE IV  
CAPITAL STOCK**

The Corporation is authorized to issue 7,500 shares of capital stock of the par value of One Dollar (\$1.00) per share which shall be designated "Common Shares," and all of which shall have the same rights and privileges.

**ARTICLE V  
PRE-EMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of the Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VI  
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial Registered Office of the Corporation is 702 Willow Branch Court, Lutz, Florida 33549, and the name of the initial Registered Agent of the Corporation at that address is Jean Barger.

**ARTICLE VII  
INITIAL BOARD OF DIRECTORS**

The Corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws. The name and address of the initial directors of the Corporation are:

Dale Barger  
702 Willow Branch Court  
Lutz, FL 33549

Jean Barger  
702 Willow Branch Court  
Lutz, FL 33549

**ARTICLE VIII  
INCORPORATOR**

The name and address of the person signing these Articles of Incorporation is: Jean Barger, 702 Willow Branch Court, Lutz, Florida 33549.

**ARTICLE IX**

**BYLAWS**

The power to adopt, alter, amend or repeal the Bylaws shall be vested in the Board of Directors and the shareholders.

**ARTICLE X**

**INDEMNIFICATION**


The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

**ARTICLE XI**

**AMENDMENT**

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

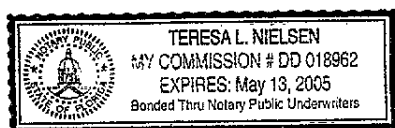
IN WITNESS WHEREOF, the undersigned incorporator has executed these Amended and Restated Articles of Incorporation this 17 day of April, 2002.


  
\_\_\_\_\_  
Jean Barger President  
~~Incorporator~~

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Jean Barger, who executed the foregoing Amended and Restated Articles of Incorporation, and she acknowledged before me that she executed those Amended and Restated Articles of Incorporation. She is personally known to me or produced Florida Drivers License as identification.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 17<sup>th</sup> day of April, 2002.



  
\_\_\_\_\_  
NOTARY PUBLIC, STATE OF FLORIDA  
Print Name: TERESA L. NIELSEN  
My Commission Expires:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

2002 JUN -3 AM 10:40

**AMENDED CERTIFICATE DESIGNATING REGISTERED AGENT**

In pursuance of Chapter 48.091 and Chapter 607.0501, Florida Statutes, the following is submitted in compliance with said Act:

That Barger Properties, Inc. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Amended and Restated Articles of Incorporation, at 702 Willow Branch Court, Lutz, Florida 33549, has named Jean Barger, located at 702 Willow Branch Court, Lutz, Florida 33549, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above-stated Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to the proper and complete performance of my duties, and I accept the duties and obligations of Chapter 607.0501, Florida Statutes.

By: Jean L Barger  
Jean Barger  
Registered Agent

Date: 4-17-02