TRANSMITTAL LETTER

Descrittrent for State

Division of Confora by

P.O. B. 332

Tallahassee, Florida 32314

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-08/26/02--01092--004

Subject

Barter, Byrnes & Penick Enterprises, Inc.

*****78.75 *****78.7

Enclosed is an original and two (2) copies of the articles of incorporation and a check for

\$70.00 Filing Fee

\$78.75

Filing Fee

& Certified Copy

\$78.75

Filing Fee & Certified Copy

\$87.50

Filing Fee, Certified Copy

& Certificate

(ADDITIONAL COPY REQUIRED)

FROM:

Nellie Akalp

Name

30141 Agoura Rd., Suite 205

Address

Agoura Hills, California 91301

City, State & Zip

818-879-9079

Daytime Telephone number

02 AUG 26 AM 8: 55
TALLAHASSEE FLORIDA

NOTE: Please provide the original and one copy of the articles. Provide TWO copies if you have requested a certified copy as designated in the boxes above.

ARTICLES OF INCORPORATION OF Barter, Byrnes & Penick Enterprises, Inc.

The undersigned incorporator, for the purpose of forming a corporation under the Florida business Corporation Act, hereby adopts the following articles of incorporation.

ARTICLE I NAME

The name of the Corporation shall be: Barter, Byrnes & Penick Enterprises, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

5525 Berkley Road, New Port Richey, Florida 34652

ARTICLE III SHARES

The number of shares that this corporation is authorized to have outstanding at any one time is: 1500 at \$0.01 par value per share.

ARTICLE IV INITIAL DIRECTORS

The name(s) and address(s) of the initial Director(s) is/are:

Dale D. Penick 5525 Berkley Road New Port Richey, Florida 34652

Matthew A. Barter 10146 Bozeman Drive New Port Richey, Florida 34653

Jay M. Byrnes 6336 Wooden Street New Port Richey, Florida 34653

ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent is:

Matthew A. Barter 10146 Bozeman Drive New Port Richey, Florida 34653 ARTICLE VI INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is:

Nellie Akalp

30141 Agoura Rd., Suite 205 Agoura Hills, California 91301

Nellie Akalp, Incorporator

Date

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.

Matthew A. Barter, Registered Agent

Date

02 AUG 26 AM 8: 55
SECRETARY OF STATE
ANASSEF FLORIDA