

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8877 • 1-800-342-8062 • Fax (850) 222-1222

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Barbieri Barletta & Comp.

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DIVISION OF CORPORATIONS  
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- ☒ Art of Inc. File \_\_\_\_\_
- \_\_\_\_\_ LTD Partnership File \_\_\_\_\_
- \_\_\_\_\_ Foreign Corp. File \_\_\_\_\_
- \_\_\_\_\_ L.C. File \_\_\_\_\_
- \_\_\_\_\_ Fictitious Name File \_\_\_\_\_
- \_\_\_\_\_ Trade/Service Mark \_\_\_\_\_
- \_\_\_\_\_ Merger File \_\_\_\_\_
- \_\_\_\_\_ Art. of Amend. File \_\_\_\_\_
- \_\_\_\_\_ RA Resignation \_\_\_\_\_
- \_\_\_\_\_ Dissolution / Withdrawal \_\_\_\_\_
- \_\_\_\_\_ Annual Report / Reinstatement \_\_\_\_\_
- ☒ Cert. Copy \_\_\_\_\_
- \_\_\_\_\_ Photo Copy \_\_\_\_\_
- \_\_\_\_\_ Certificate of Good Standing \_\_\_\_\_
- \_\_\_\_\_ Certificate of Status \_\_\_\_\_
- \_\_\_\_\_ Certificate of Fictitious Name \_\_\_\_\_
- \_\_\_\_\_ Corp Record Search \_\_\_\_\_
- \_\_\_\_\_ Officer Search \_\_\_\_\_
- \_\_\_\_\_ Fictitious Search \_\_\_\_\_
- \_\_\_\_\_ Fictitious Owner Search \_\_\_\_\_
- \_\_\_\_\_ Vehicle Search \_\_\_\_\_
- \_\_\_\_\_ Driving Record \_\_\_\_\_
- \_\_\_\_\_ UCC 1 or 3 File \_\_\_\_\_
- \_\_\_\_\_ UCC 11 Search \_\_\_\_\_
- \_\_\_\_\_ UCC 11 Retrieval \_\_\_\_\_
- \_\_\_\_\_ Courier \_\_\_\_\_

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Signature \_\_\_\_\_

Requested by: SW

9/25

Name \_\_\_\_\_

Date \_\_\_\_\_

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ARTICLES OF INCORPORATION

OF

**BARBIERI, BARLETTA AND COMPANY, INC.**

The undersigned, acting as incorporators for the purposes of forming a corporation under the laws of the State of Florida, adopts the following Articles of Incorporation for such Corporation.

ARTICLE ONE

The name of the corporation is BARBIERI, BARLETTA AND COMPANY, INC.

ARTICLE TWO

The principal office of the corporation, the street address of the corporation's initial registered office and the address of the registered agent is:

205 SW INDIAN GROVE DR.  
STUART, FLORIDA 34994

The mailing address of the corporation will be P.O. Box 467, Jensen Beach, FL 34958.

The name of the registered agent at the above address is JEROME BARBIERI.

ARTICLE THREE

The corporation is authorized to issue 1,000 shares of common stock at no par value each. Initially there shall be only one class of stock. All of said stock shall be payable in cash, real or personal property, or labor in lieu of cash, at fair market value. The following shares shall be issued initially:

JEROME BARBIERI	500 shares
P.O. Box 467	
Jensen Beach, FL 34958	

TONY BARLETTA	500 shares
P.O. Box 467	
Jensen Beach, FL 34958	

#### ARTICLE FOUR

The corporation elects to have preemptive rights, so that the shareholders of the corporation have the right to acquire proportional amounts of the corporation's unissued shares upon the decision of the Board of Directors to issue them, such preemptive rights shall be granted on uniform terms and conditions prescribed by the Board of Directors.

#### ARTICLE FIVE

The life of the corporation shall be perpetual unless otherwise amended at later date, and shall commence on the date of filing of these articles.

#### ARTICLE SIX

The corporation may engage in any business legally permitted within the State of Florida.

#### ARTICLE SEVEN

The corporation shall initially have one director which number may be increased or decreased from time to time by majority vote of the shareholders, but which may never be less than one. The initial directors shall be JEROME BARBIERI and TONY BARLETTA.

#### ARTICLE EIGHT

The name and address of the individuals who are the incorporators and initial directors are:

Jerome Barbieri  
P.O. Box 467  
Jensen Beach, FL 34958

Tony Barletta  
P.O. Box 467  
Jensen Beach, FL 34958

#### ARTICLE NINE

The general officers and the names of the individuals who shall initially serve in such offices are as follows:

President	Jerome Barbieri
Vice-President	Tony Barletta
Secretary	Tony Barletta
Treasurer	Jerome Barbieri

#### ARTICLE TEN

The bylaws of the corporation shall be established at the first meeting of the Board of Directors. They may be amended or rescinded by majority vote of the board of directors from time to time.

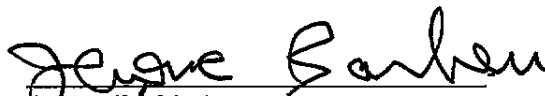
#### ARTICLE ELEVEN

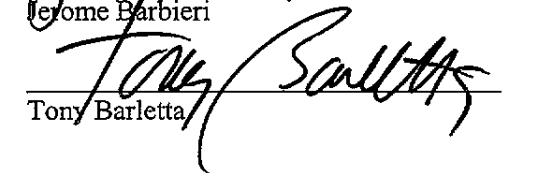
Meetings of the Shareholders, Board of Directors and officers may be conducted, upon proper notice, by telephone or through facsimile machine should the officers, directors or shareholders be unable to attend meetings physically.

#### ARTICLE TWELVE

After incorporation, the corporation may adopt a plan agreeable to and consistent with Section 1244 of the Internal Revenue Code in connection with offering the stock of the corporation. Additionally, the corporation reserves the right to make an election as a Subchapter "S" corporation agreeable to the provision of the U.S. Internal Revenue Code and any other elections available to it under the Internal Revenue Code.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 25 day of September, 2002.

  
\_\_\_\_\_  
Jerome Barbieri

  
\_\_\_\_\_  
Tony Barletta


STATE OF FLORIDA  
COUNTY OF MARTIN

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County aforesaid, personally appeared Jerome Barbieri known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation, and that they are true and correct to the best of his knowledge and belief.

SWORN TO and subscribed before me on this 25th day of September, 2002.



James J. Butler  
MY COMMISSION # CC846765 EXPIRES  
July 21, 2003  
BONDED THRU TROY FAIN INSURANCE, INC.

  
\_\_\_\_\_  
Notary Public  
State of Florida at Large

☒ Personally Known  
☐ Produced Identification \_\_\_\_\_

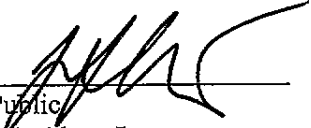
STATE OF FLORIDA  
COUNTY OF MARTIN

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County aforesaid, personally appeared Tony Barletta known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation, and that they are true and correct to the best of his knowledge and belief.

SWORN TO and subscribed before me on this 25th day of September, 2002.



James J. Butler  
MY COMMISSION # CC846765 EXPIRES  
July 21, 2003  
BONDED THRU TROY FAIN INSURANCE, INC.

  
\_\_\_\_\_  
Notary Public  
State of Florida at Large

☒ Personally Known  
☐ Produced Identification \_\_\_\_\_

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CERTIFICATION DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First -- That **BARBIERI, BARLETTA AND COMPANY, INC.**, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at Stuart, County of Martin, State of Florida has named **Jerome Barbieri, 205 S.W. Indian Grove, Dr., Stuart, FL 34994**, being in the County of Martin, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENTS:

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

by: Jerome Barbieri  
Jerome Barbieri  
Resident Agent

Date: 9/25/02