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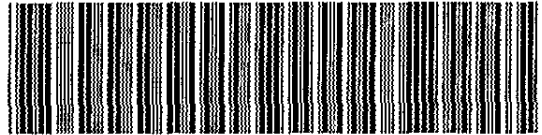
(Business Entity Name)

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2003 JAN 15 PM 2:23

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LAZARUS CORPORATE FILING SERVICE

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TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. BARCLAYSFG CORP.

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

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Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

ARTICLES OF INCORPORATION

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The undersigned Incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

2003 JAN 15 PM 2:23

ARTICLE I - NAME

The name of the corporation shall be:

BARCLAYS FG Corp.

ARTICLE II - PRINCIPAL OFFICE

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

1111 BRICKELL AVENUE SUITE 1100
MIAMI FLA 33131 USA

ARTICLE III - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100

ARTICLES IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

E/SA GONZALEZ
3600 N.E. 170 ST. APT. D. 200
N. MIAMI BEACH FLA 33160

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ARTICLE V - INCORPORATOR

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

ELSA GONZALEZ
3600 N.E. 170 ST. APT. D. 200
N. MIAMI BEACH FLA 33160

The undersigned incorporator has executed these Articles of Incorporation this 14 day of Jan 2003

Elsa Gonzalez
Signature

ARTICLE VI- DIRECTOR(S)

The name(s) and street address(es) of the director(s) to these Articles of Incorporation is (are):

1.- ELSA GONZALEZ PRESIDENT.
3600 N.E. 170 ST. APT. D. 200

N. MIAMI BEACH FLA 33160

2.- ELSA M. GONZALEZ JR. VICE-PRESIDENT.
3600 N.E. 170 ST. APT. D-200

N. MIAMI BEACH FLA

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT /REGISTERED OFFICE

Having been named as Registered Agent and to accept service of process for the above stated corporation at 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 related to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Elsa Gonzalez
Registered Agent Signature