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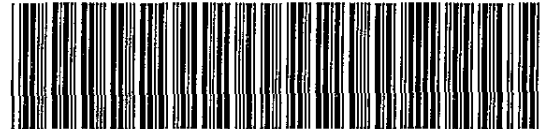
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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04/23/03--01037--009 \*\*78.75

FILED  
03 APR 23 PM 1:01  
SEC  
11:10

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4/28

THE LAW OFFICE OF  
**GREGORY V. BEAUCHAMP, P.A.**

107 EAST PARK AVENUE, 32626

P. O. BOX 1129

CHIEFLAND, FL 32644

FAX (352)493-1378

(352)493-1458

April 22, 2003

Secretary of State  
Division of Corporations  
P. O. Box 6327  
The Capitol  
Tallahassee, Florida 32314

Attn: Articles of Incorporation

Re: **BARNS, INC.**

Dear Sir or Madam:

Enclosed please find the original and a copy of Articles of Incorporation for the above-named corporation. In addition, a check in the amount of \$78.75 is enclosed which represents the following fees:

|                  |                 |
|------------------|-----------------|
| Filing Fee       | \$ 35.00        |
| Certified Copy   | \$ 8.75         |
| Registered Agent | \$ 35.00        |
|                  | <u>\$ 78.75</u> |

Please file the original of the enclosed Articles of Incorporation and return a certified copy to me at your earliest opportunity.

Sincerely,

  
Gregory V. Beauchamp

GVB/jem  
Enclosure

03 APR 23 PM 12:31  
SECRETARY OF STATE  
TALLAHASSEE, FL 32310

**ARTICLES OF INCORPORATION  
OF  
BARNES, INC.**

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation for such corporation:

**ARTICLES ONE: NAME**

The name of this corporation shall be: **BARNES, INC..**

**ARTICLE TWO: NATURE OF BUSINESS**

The general purpose for which this corporation is initially organized is to own and operate a business for the purpose of construction of metal barns and buildings; and for the further purpose of engaging in any activities or business permitted under the laws of the United States and Florida.

**ARTICLE THREE: DURATION**

This corporation shall have perpetual existence.

**ARTICLE FOUR: CAPITAL STOCK**

This corporation is authorized to issue One Thousand (1,000) shares of One Dollar (\$1.00) par value common stock. By general consent of the Stockholders, it is their desire to designate the initial capital stock of this corporation as Section 1244 Stock, as defined under the Internal Revenue Code. As such stock will qualify for all rights and privileges of Section 1244 Stock.

#### ARTICLE FIVE: ADDRESS

The principal mailing address of the corporation is P. O. BOX 375, HORSESHOE BEACH, FLORIDA 32648. The street address of the corporation's initial principal office is HIGHWAY 351 SOUTH, HORSESHOE BEACH, FL. 32648, and the name of the initial Registered Agent is JONAS HEADINGS, whose address is HIGHWAY 351 SOUTH, HORSESHOE BEACH, FLORIDA 32648. The stockholders may from time to time designate such other address and place as the register agent, subject to requirements of Florida law.

#### ARTICLE SIX: MANAGEMENT

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of a Board of Directors.

#### ARTICLE SEVEN: INCORPORATORS

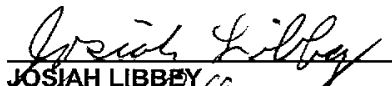
The name and street address of the incorporator of these Articles Of Incorporation is as follows:


| <u>NAME</u>     | <u>ADDRESS</u>                               | <u>SHARES</u> | <u>CONSIDERATION</u> |
|-----------------|--|---------------|----------------------|
| Josiah Libbey   | HWY. 351 South<br>Horseshoe Beach, Fl. 32648 | 100           | \$100.00             |
| Vernon Headings | HWY 351 South<br>Horseshoe Beach, Fl. 32648  | 100           | \$100.00             |
| Jonas Headings  | HWY. 351 South<br>Horseshoe Beach, Fl. 32648 | 100           | \$100.00             |
| Albert Headings | Rt. 1 Box 88<br>Horseshoe Beach, Fl. 32648   | 100           | \$100.00             |

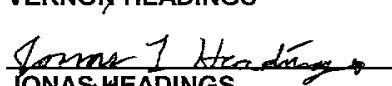
#### ARTICLE EIGHT: EFFECTIVE DATE


These Articles Of Incorporation shall become effective upon approval by the Department Of State of the State of Florida.

IN WITNESS WHEREOF, I have hereunto set my hand and seal and acknowledged to be filed, the foregoing Articles Of Incorporation in the Office of the Secretary of State this 15<sup>th</sup> day of April, 2003.

  
\_\_\_\_\_  
JOSIAH LIBBEY

  
\_\_\_\_\_  
VERNON HEADINGS

  
\_\_\_\_\_  
JONAS HEADINGS

  
\_\_\_\_\_  
ALBERT HEADINGS

STATE OF FLORIDA

COUNTY OF LEVY

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared JOSIAH LIBBEY, VERNON HEADINGS, JONAS HEADINGS and ALBERT HEADINGS, known to me to be the person(s) described in and who executed the foregoing instrument, who acknowledged before me that they executed the same, that I relied upon the following form(s) of identification: ☒ personally known or ( ) produced identification \_\_\_\_\_ . No oath(s) taken.

WITNESS my hand and official seal in the County and State last aforesaid this 15th day of April, 2003.

(NOTARY SEAL)



Shelia Brown  
Notary Signature

Shelia Brown  
Notary Printed Name

03 APR 23 PM 12:01  
RECEIVED  
FBI/DOJ

**ACCEPTANCE OF REGISTERED AGENT**

The undersigned, **JONAS HEADINGS**, does hereby accept the designation and appointment of Registered Agent of **BARNES, INC.**

  
**JONAS HEADINGS**