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Division of Corporations

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Florida Department of State
Division of Corporations
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FLORIDA PROFIT CORPORATION OR P.A.

Barrack Association Management of Florida, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

BARRACK ASSOCIATION MANAGEMENT OF FLORIDA, INC.

The undersigned, for the purpose of forming a corporation under the FLORIDA GENERAL CORPORATION ACT, does hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of this corporation shall be BARRACK ASSOCIATION MANAGEMENT OF FLORIDA, INC.

ARTICLE II

The general nature of the business or businesses to be transacted by this corporation shall be:

The management of for-profit and not-for-profit associations, networking, and training in connection therewith.

To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof.

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To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises and income.

To lend money for its corporate purposes, invest and reinvest its funds and take and hold real and personal property as security for the payment of funds so loaned and invested.

To conduct its business, carry on its operations, and have offices and exercise the powers granted to corporations under the Florida Statutes both within and without this state.

To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.

To make and alter bylaws, not inconsistent with these Articles of Incorporation or with the Florida Statutes, for the administration and regulation of the affairs of the corporation.

To make donations for the public welfare or for charitable, scientific or educational purposes.

To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans and other incentive plans for any or all of the directors, officers and employees of the corporation, and for any or all of the directors, officers and employees of any subsidiary of the corporation.

To be a promoter, incorporator, general partner, limited partner, member, associate, or manager of any corporation, partnership, limited partnership, joint venture, trust or other enterprise.

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To transact any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE III

The aggregate number of shares which the corporation is authorized to issue is Six Thousand (6,000) shares of common stock. Such shares shall be of a single class and shall have a par value of \$.10 per share.

ARTICLE IV

The address of the principal office of the corporation is 12644 Research Parkway, Orlando, Florida 32826.

ARTICLE V

The street address of the initial registered office of the corporation is 1150 Louisiana Avenue, Ste. 4, Winter Park, Florida 32789. The name of the initial registered agent at such address is Michael L. Marlowe.

ARTICLE VI

The number of directors constituting the initial Board of Directors of the corporation is one (1). The name and address of each person who is to serve as a member of the initial Board of Directors is as follows:

NAME

ADDRESS

David W. Barrack

21155 Whitfield Place, Ste. 105
Potomac Falls, Virginia 20165

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ARTICLE VII

The name and address of the incorporator of this corporation is as follows:

NAME

ADDRESS

Michael L. Marlowe

1150 Louisiana Avenue, Ste. 4
Post Office Box 2366
Winter Park, Florida 32790-2366

ARTICLE VIII

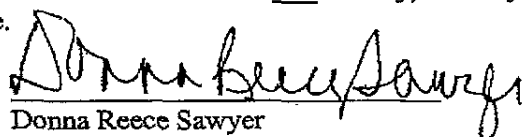
The date corporate existence shall begin shall be upon filing of these Articles with the Secretary of State, State of Florida, or Department of State and the date of corporate existence shall be the date of such filing.

IN WITNESS WHEREOF, the undersigned, being the sole subscriber to these Articles of Incorporation, does hereby make and file the Articles of Incorporation, and certifies that the facts herein stated are true, and accordingly, has hereunto set his hand and seal at Winter Park, in the County of Orange, State of Florida, this 23rd day of May, 2003.


Michael L. Marlowe

STATE OF FLORIDA
COUNTY OF ORANGE

SWORN TO, acknowledged and subscribed before me this 23rd of May, 2003 by Michael L. Marlowe, who is personally known to me.


Donna Reece Sawyer
Notary Public, State of Florida
My Commission Expires:



Donna Reece Sawyer
MY COMMISSION # DD047867 EXPIRES
September 13, 2005
BONDED THRU TROY FAIR INSURANCE, INC.

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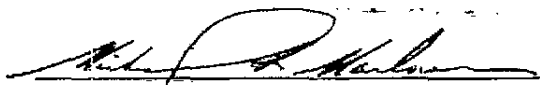
CERTIFICATE OF DESIGNATION**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: BARRACK ASSOCIATION MANAGEMENT OF FLORIDA, INC.

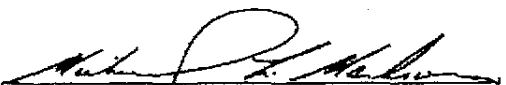
2. The name and address of the registered agent and office is:

Michael L. Marlowe
1150 Louisiana Avenue, Sta. 4
Winter Park, Florida 32789-2354



Michael L. Marlowe
Title: Incorporator
Date: May 23, 2003

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.



Michael L. Marlowe
DATE: May 23, 2003.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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