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May 14, 2003

Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Re: BARRIER ISLAND TRADING COMPANY

Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Incorporation for BARRIER ISLAND TRADING COMPANY a profit corporation, along with a check payable to the Department of State in the amount of \$78.75 for the filing fee and Certificate of Status.

Please stamp the copy and return it with the Certificate of Status in the enclosed self addressed stamped envelope.

If you have any questions, please call me.

Very truly yours,

Arthur R. Kerr II

ARK Enclosure Barrier Island Trading\FLIncltr

TRANSMITTAL LETTER

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

SUBJECT:B	arrier Island Trading Co			
Enclosed are an orig	(PROPOSED CORPORA)	TE NAME - MUST INCL		
\$70.00 Filing Fee	\$78.75 Filing Fee & Certificate of Status	\$78.75 Filing Fee & Certified Copy ADDITIONAL CO	\$87.50 Filing Fee, Certified Copy & Certificate of Status	
FROM:	Arthur R. Kerr II, Esq. Name (Printed or typed)			
255 Washington Street, Suite 340 Address				
	Newton, MA 02458-163 City,	34 State & Zip		
	617-964-0500 Daytime T	clephone number	-	

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

OF

BARRIER ISLAND TRADING COMPANY.

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purposes or organizing a business corporation.

ARTICLE I

The name of this corporation is BARRIER ISLAND TRADING COMPANY, with its principal business address at 11844 Old Dixie Highway, Suite A, Hobe Sound, Florida, 33455.

ARTICLE II

The existence of the corporation shall begin on the date of filing of these Articles.

ARTICLE III

The purpose for which the corporation is organized is to operate wholesale and retail businesses. The corporation may also engage in any other business as permitted by the Florida General Corporation Law.

ARTICLE IV

The maximum number of shares this corporation is authorized to issue is ONE THOUSAND (1000), all of which shall be Common Shares. All common shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The corporation shall have the following initial officers:

President -

Steven Whyte

108 Privateer Court Jupiter, FL 33458

Treasurer/Clerk -

Deborah Baird

108 Privaterr Court Jupiter, FL 33458 03 MAY 27 PA 5: 05

ARTICLE VI

The name and address of the Register Agent is:

Steven Whyte 108 Privateer Court Jupiter, FL 33458

ARTICLE VII

The name and address of the Incorporator is:

Steven Whyte 108 Privateer Court Jupiter, FL 33458

ARTICLE VIII

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto and any right conferred upon the shareholders is subject to this reservation.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Signature/Registered Agent

Signature/Incorporator

-5,

Date