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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

October 7, 2003

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32301

RE: R.E.Barton Enterprises, Inc.

Dear Sir or Madame:

Enclosed is an original and a copy of the Articles of Incorporation for the above referenced company and an original and a copy of the Certificate of Domicile.

Also enclosed is our check for \$70.00 to cover the various fees. Please send an acknowledgment of receipt of these funds.

Thank you for your cooperation in this matter.

Sincerely,

X *Robert E Barton*

Robert Barton
10310 Beckum Road
Dade City, FL 33525

**Articles of Incorporation
of
R.E.Barton Enterprises, Inc.**

1. NAME: The name of this corporation is: R.E.Barton Enterprises, Inc.
2. DURATION: The period of its duration is perpetual.
3. PURPOSE: The purpose is to engage in any activities or business permitted under the laws of the United States and of Florida.
4. CAPITAL STOCK: The corporation is authorized to issue 7500 shares of \$1.00 par value common stock.
5. INITIAL REGISTERED AGENT AND OFFICES: The street address of its initial Registered Agent is: 10310 Beckum Road, Dade City, FL 33525.

The name of its initial Registered Agent at said address is: Robert Barton.

6. MAILING ADDRESS OF CORPORATION: The complete mailing address of the corporation is: R.E.Barton Enterprises, Inc.
10310 Beckum Road
Dade City, FL 33525

7. INITIAL BOARD OF DIRECTORS: This corporation shall have one director initially and the name and address of the initial director is: Robert Barton at 10310 Beckum Road., Dade City, FL 33525.

8. INCORPORATOR: The name and address of the person signing these Articles of Incorporation is: Robert Barton at 10310 Beckum Road, Dade City, FL 33525.

9. EFFECTIVE DATE: These Articles are to be effective upon receipt.

DATE: 10/10/03

Robert E Barton
Robert Barton

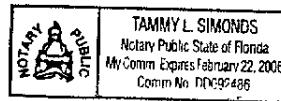
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF PASCO

I hereby certify that on this day before me, an officer duly qualified to take acknowledgments, personally appeared Robert Barton, to me personally known to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid, this 14th day of October, 2003.

Tammy L. Simonds
Notary Public



My commission expires: 2-22-06

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First - That R.E.Barton Enterprises, Inc. desiring to organize under the laws of the State of Florida with its principle offices located, as indicated in the Articles of Incorporation in the city of Dade City, County of Pasco, State of Florida, has named Robert Barton located at 10310 Beckum Road, in the city of Dade City, County of Pasco, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

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

BY:

Robert E Barton
Registered Agent

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