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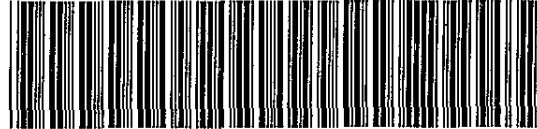
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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
04 JAN 20 PM 12:00

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21

BURNS & SEVERSON, P.A.

LAWYERS

1400 CENTREPARK BLVD., SUITE 860

P.O. BOX 349

WEST PALM BEACH, FLORIDA 33402

JOHN L. BURNS
JOHN M. SEVERSON
ANDREW J. SEVERSON

TELEPHONE (561) 687-2003
TELECOPIER (561) 687-8103

January 15, 2004

Department of State
DIVISION OF CORPORATIONS
Corporate Filings
P.O. Box 6327
Tallahassee, Florida 32314

Re: Bar-Sheil Corp.

Dear Madam or Sir:

Enclosed please find the Articles of Incorporation for Bar-Sheil Corp. Please file the Articles with the Division of Corporations. I am also enclosing a check in the amount of \$78.75 for filing fees and purchase of one certified copy of the Articles of Incorporation. Once the Articles have been filed, please return the certified copy along with all other information to our office.

Of course, should you have any questions, please don't hesitate to call. Thanking you in advance for your assistance, I am

Sincerely,



Andrew J. Severson

AJS:lkd
encl
cc: George Jenkins

ARTICLES OF INCORPORATION

OF

BAR-SHEIL CORP.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
04 JAN 20 PM 12:00

We the undersigned, hereby associate ourselves together for the purpose of forming a corporation for profit under the Statutes of the State of Florida, providing for the formation, liabilities, rights, privileges and immunities of such corporation.

ARTICLE I

The name of this corporation shall be:

BAR-SHEIL CORP.

ARTICLE II

This corporation shall be authorized to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

The maximum number of shares of stock which this corporation shall have outstanding at any time shall be 10,000 shares of common stock with a par value of One (\$1.00) Dollar per share.

ARTICLE IV

The amount of capital with which this corporation shall begin business shall be at least Five Hundred (\$500.00) Dollars.

ARTICLE V

This corporation shall have perpetual existence.

ARTICLE VI

The principal office of this corporation is to be located at 3650 S.W. 137TH Avenue, Miramar, Florida 33027.

The corporation's initial registered office shall be 1400 Centrepark Blvd., Suite 860, West Palm Beach, Florida 33401. The initial registered agent at such address is JOHN M. SEVERSON.

The Board of Directors shall have the power and the authority to establish branch offices and places of business of this corporation at any such point in the State of Florida or in any State, territory, or district of the United States or in any foreign country as they may deem necessary for the best interests of the business.

ARTICLE VII

This corporation shall have one director initially, the number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one director. The initial Board of Directors shall serve for the first year of the corporation's existence, or until their successors have been elected and qualified. The names and addresses of the initial directors of the corporation are:

<u>NAME</u>	<u>ADDRESS</u>
George Jenkins	3650 S.W. 137 th Avenue, Miramar, FL 33027

The first meeting of the stockholders and of the Directors of this corporation shall be held at the offices of Burns & Severson, P.A., 1400 Centrepark Blvd., Suite 860, West Palm Beach, Florida 33401, as soon as practical after the charter is secured, at which time By-Laws shall be adopted and such other and further business transacted as is necessary for completing the organization of this corporation.

ARTICLE VIII

The names and addresses of the persons signing these Articles and the number of shares of stock to be taken by them is as follows:

<u>Name</u>	<u>Address</u>	<u>No. of Shares</u>
George Jenkins	3650 S.W. 137 th Avenue Miramar, Florida 33027	500

ARTICLE IX

The corporation reserves the right to amend, alter, change or repeal any provision contained in the Articles of Incorporation, in the manner now or hereafter prescribed by Statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

ARTICLE X

The subscriber to these Article of Incorporation is over the age of eighteen (18) years, is sui juris, and a citizen of the United States of America.

ARTICLE XI

Stock certificates of this corporation shall not be issued unless and until the same are paid for in full value with cash, or its equivalent. Stock certificates shall not be valid unless issued and signed by the president and attested by the secretary, who shall affix thereon the corporate seal.

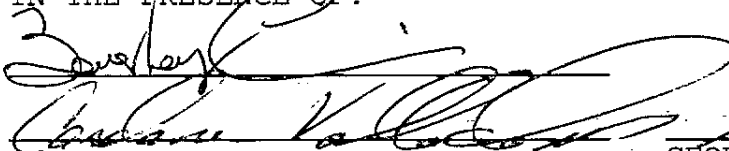
ARTICLE XII

Nothing in these Articles of Incorporation shall be taken to limit the power of this corporation, and this corporation shall have all the rights and privileges of corporations under the laws of the State of Florida.

IN WITNESS WHEREOF, we have hereunto set my hand and seal this

9 day of Jan, 2004.

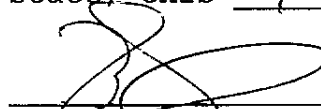
SIGNED, SEALED AND DELIVERED
IN THE PRESENCE OF:


George Jenkins (SEAL)
GEORGE JENKINS

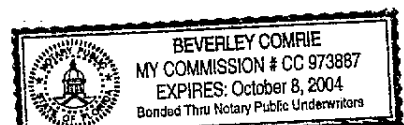
STATE OF FLORIDA
COUNTY OF PALM BEACH

ON THIS DAY, personally appeared before me, the undersigned authority, GEORGE JENKINS, who is personally known to me, or who produced the following identification: 047525302439100420 and he executed the foregoing Articles of Incorporation and he acknowledged before me that he executed the same for the purpose expressed therein.

WITNESS my hand and official seal in the aforesaid County and State, this 9 day of Jan, 2004.


Notary Public
My Commission Expires:
My Commission Number is:

(Notarial Seal)

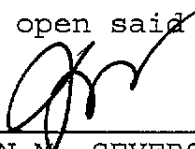


ACCEPTANCE BY REGISTERED AGENT

Pursuant to Chapter 48.091, Florida Statutes, 2003, the following is submitted in compliance with said act:

That BAR-SHEIL CORP. is a corporation organized under the laws of the State of Florida, with its principal offices located at 3650 S.W. 137th Avenue, Miramar, Florida 33027, and has named John M. Severson, 1400 Centrepark Blvd., Suite 860, West Palm Beach, Florida 33401 as its registered agent, to accept service of within the State.

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 to keeping open said office.



JOHN M. SEVERSON
Registered Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
04 JAN 20 PM 12:00