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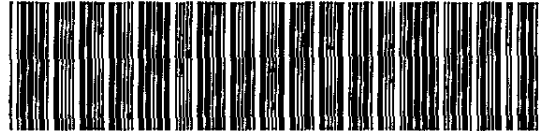
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SECRETARY OF STATE  
TALLAHASSEE, FL 32399-0001

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M. BARRY COPENHAVER, INC.  
1809 Wekiwa Drive  
Apopka, FL 32712

Via Federal Express

TO: Division of Corporations  
FROM: M. Barry Copenhaver  
DATE: March 19, 2004  
RE: M. Barry Copenhaver, Inc.

Enclosed please find the original and a copy of the Articles of Incorporation for M. Barry Copenhaver, Inc., for filing with the Division of Corporations. I have enclosed a check in the amount of \$78.75 for the filing fees and ask that you provide me with a certified copy of the Articles. I have enclosed a self-addressed stamped envelope for the return of the certified copy.

Enclosures

**ARTICLES OF INCORPORATION**

**OF**

**M. BARRY COPENHAVER, INC.**

THE UNDERSIGNED, being of legal age and a natural person, does hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a Corporation under the laws of the State of Florida.

**ARTICLE I**

The name of this corporation shall be:

M. BARRY COPENHAVER, INC.

(the "Corporation"), and its initial address shall be:

1809 Wekiwa Drive  
Apopka, Florida 32712

**ARTICLE II**

**PURPOSE**

The Corporation may only engage in any activity or business permitted by the laws of the State of Florida.

**ARTICLE III**

**AUTHORIZED CAPITAL STOCK**

The Capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of</u> <u>Shares Authorized</u>	<u>Par Value</u> <u>Per Share</u>	<u>Class</u> <u>Of Stock</u>
10,000	\$0.01	Common

The consideration for all of the above stock shall be payable in cash, property (real or personal), labor or services in lieu of cash; at a just valuation to be fixed by the Board of Directors of the Corporation.

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TALLAHASSEE, FLORIDA

**ARTICLE IV**

**CORPORATE DURATION AND COMMENCEMENT OF EXISTENCE**

This Corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

**ARTICLE V**

**INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The initial registered office of the Corporation shall be at:

1809 Wekiwa Drive  
Apopka, Florida 32712

with the privilege of having its offices and branch offices at other places within or without the State of Florida. The initial registered agent at that address shall be:

M. Barry Copenhaver

**ARTICLE VI**

**NUMBER OF DIRECTORS**

This Corporation shall have at least one Director, with the exact number to be specified, from time to time, by the shareholders unless the shareholders shall, by a majority vote thereafter, determine that the Corporation be managed by the shareholders.

**ARTICLE VII**

**NAME AND ADDRESS OF DIRECTOR**

The name and address of the first Director of the Corporation, who shall hold office the first year or until his or her successor is duly elected and qualified shall be:

<u>Name</u>	<u>Position</u>	<u>Address</u>
M. Barry Copenhaver	Director	1809 Wekiwa Drive Apopka, Florida 32712

## ARTICLE VIII

### NAME AND ADDRESS OF INCORPORATOR

The name and address of the incorporator is:

M. Barry Copenhaver

1809 Wekiwa Drive  
Apopka, Florida 32712

## ARTICLE IX

### CONFLICTS OF INTEREST

No contract or other transaction between this Corporation and any other corporation, and no act of this Corporation, shall in any way be affected or invalidated by the fact that any of the Directors of this Corporation are pecuniarily or otherwise interested in, or are the directors or officers of, such other corporation. Any Director, individually, or any firm of which any Director may be a member, may be a party to, or may be pecuniarily to otherwise interested in any contract or transaction of this Corporation, provided that the fact that he/she or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any Director of this Corporation who is also a director or an officer of such other Corporation, or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation which shall authorize any such contract or transaction with like force and effect as if he/she were not such a director or officer of such other corporation, or not so interested.

## ARTICLE X

### LIMITED LIABILITY OF SHAREHOLDERS

The private property of the shareholders shall not be subject to payment of the Corporation's debts to any extent.

## ARTICLE XI

### INDEMNIFICATION OF OFFICERS AND DIRECTORS

This Corporation shall indemnify and insure its officers and Directors to the fullest extent permitted by law either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the incorporator hereinabove named, for the purpose of forming a corporation under the laws of the State of Florida to do business both within and without the State of Florida, make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 18<sup>th</sup> day of March, 2004.

  
M. BARRY COPENHAVER  
Incorporator


STATE OF FLORIDA                    )  
  : ss  
COUNTY OF Orange                )

18<sup>th</sup> The foregoing instrument was acknowledged before me this day of March, 2004, by M. Barry Copenhaver who is personally known to me or who has produced \_\_\_\_\_ as identification and who did take an oath and executed the foregoing Articles of Incorporation for the purposes therein set forth.

My commissions expires:



Janice L. Kiefer  
My Commission DD161087  
Expires October 27 2006

  
NOTARY PUBLIC  
Name: Janice L. Kiefer  
State of Florida at Large

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

In compliance with the laws of the State of Florida, the  
following is submitted:

First, that:

M. Barry Copenhaver , Inc.


desiring to organize under the laws of the State of Florida has  
named:

M. Barry Copenhaver

1809 Wekiwa Drive, Apopka, Orange County, State of Florida, as its  
statutory registered agent.

Having been named the statutory agent of the above  
corporation at the place designated in this certificate, I hereby  
accept the same and agree to act in this capacity, and agree to  
comply with the provisions of Florida law relative to keeping the  
registered office open.

Dated this 18<sup>th</sup> day of March, 2004.

  
M. BARRY COPENHAVER  
Registered Agent

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TALLAHASSEE, FLORIDA