

**Electronic Articles of Incorporation
For**

P04000074888
FILED
May 07, 2004
Sec. Of State
thampton

BARNEY ONLINE, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

BARNEY ONLINE, INC.

Article II

The principal place of business address:

7237 HOLIDAY RD NORTH
JACKSONVILLE, FL. US 32216

The mailing address of the corporation is:

PO BOX 19883
JACKSONVILLE, FL. US 32245

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

10

Article V

The name and Florida street address of the registered agent is:

THOMAS G BARNEY
7237 HOLIDAY RD NORTH
JACKSONVILLE, FL. 32216

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: THOMAS G. BARNEY

Article VI

The name and address of the incorporator is:

THOMAS G. BARNEY
7237 HOLIDAY RD. N.
JACKSONVILLE, FL 32216

Incorporator Signature: THOMAS G. BARNEY

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: PRES
THOMAS G BARNEY
7237 HOLIDAY RD NORTH
JACKSONVILLE, FL. 32216 US

Title: SEC
THOMAS G BARNEY
7237 HOLIDAY RD N.
JACKSONVILLE, FL. 32216 US