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PICK-UP WAIT MAIL
(Business Entity Name)
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Certified Copies Certificates of Status
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## Arlys L. Buschner, P.A.

Attorney & Counselor at Law 1320 N. Semoran Blvd. Ste. 104 Orlando, Florida 32807

Phone (407) 823-8888

Fax (407) 823-7739

June 1, 2005

Florida Department of State Division of Corporation Corporate Filings P.O. Box 6327 Tallahassee, Florida 32314

Re: BarnStorms, Inc.

To the Clerk:

Enclosed please find the original and one copy of the Articles of Incorporation for the above captioned proposed Florida corporation. Also enclosed is a check #4069 in the amount of \$78.75 representing the following:

Filing Fee	\$35.00
Registered Agent Designation	\$35.00
Certified copy of Articles	\$8.75

Total \$78.75

Please file the Articles of Incorporation and forward the certified copy to this office with confirmation of the fictitious name registration. Thank you for your cooperation in this matter.

Very truly yours,

Arlys L. Buschner, Esquire

Enclosure

## ARTICLES OF INCORPORATION

1.5

#### **OF**

## BARNSTORMS, INC.

SECRETARY OF STATE DIVISION OF CORPORATIONS

05 JUN -6 AM 8: 34

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

#### ARTICLE I - NAME

The name of the Corporation is BARNSTORMS, INC. Its business location shall be 42249 E. Saffron Court, Eustis, Florida 32736.

#### **ARTICLE II - DURATION**

This Corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

#### ARTICLE III - PURPOSE

This Corporation is organized for the purpose of transacting any or all lawful business or any other activity permitted under the law of the State of Florida and the United States of America.

#### ARTICLE IV - STOCK

The aggregate number of shares that the Corporation shall have the authority to issue is 1000, all which shall be common shares with a par value of \$1.00 per share.

#### ARTICLE V - STATED CAPITAL

The amount of stated capital with which the Corporation will begin business is One Thousand Dollars (\$1,000.00).

#### ARTICLE VI - PREEMPTIVE RIGHTS

The Corporation by action of its Board of Directors, may purchase its own shares at any time and from time to time to the extent permitted by law.

#### ARTICLE VII - REGISTERED OFFICE AND AGENT

The registered office of the Corporation shall be located at 42249 E. Saffron Court, Eustis, Florida 32736, and the name of the registered agent is John F. Cannone. The principal office shall be located at 42249 E. Saffron Court, Eustis, Florida 32736.

#### **ARTICLE VIII - DIRECTORS**

The initial Board of Directors and Officers shall consist of one (1) member, who need not be a resident of the State of Florida or a shareholder of the Corporation. The number of directors may be changed from time to time by a majority vote of the shareholders.

The names and addresses of the persons who shall serve as directors until the first annual meeting of shareholders or until their successors shall have been elected and qualified, are as follows:

PRESIDENT: JOHN F. CANNONE

42249 E. Saffron Court Eustis, Florida 32736

VICE PRESIDENT: JOHN F. CANNONE

42249 E. Saffron Court Eustis, Florida 32736

SECRETARY: JOHN F. CANNONE

42249 E. Saffron Court Eustis, Florida 32736

TREASURER: JOHN F. CANNONE

42249 E. Saffron Court Eustis, Florida 32736

#### ARTICLE IX - INCORPORATOR

The name and address of the initial incorporator is as follows:

JOHN F. CANNONE 42249 E. Saffron Court Eustis, Florida 32736

#### **ARTICLE X - AMENDMENTS**

The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a stockholders' meeting, with not less than a two-thirds vote of the common stock.

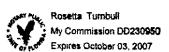
IN WITNESS WHEREOF, the undersigned have made and subscribed to these Articles of Incorporation at Orlando, Florida on this the 31 th day of May, 2005.

JOHN F. CANNONE

#### STATE OF FLORIDA COUNTY OF ORANGE

BEFORE ME, the undersigned authority personally appeared John F. Cannone, to me well known to be the person described in and who subscribed the above Articles of Incorporation, and they did voluntarily acknowledge before me according to law that they made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Octando, in said County and State, this 31st day of May, 2005.



NOTARY PUBLIC

Having been named as Registered Agent and to accept service of process for the above stated Corporation at the place designated in this certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Date: 5/31/05

JOHN F. CANNONE REGISTERED AGENT

JUN-6 AM S. S.