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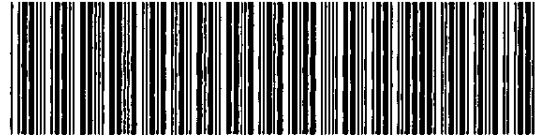
(Business Entity Name)

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3450 Buschwood Park Dr., Suite 112  
Tampa, Florida 33618-4446

Sharon Scarinci  
Office Manager  
Patsy L. Aaron  
Deborah L. Wilson  
Administrative Assistants

## Harkins & Associates

Attorneys & Personal Trustees  
813.933.7144 ♦ Fax 813.933.6393

Harold L. Harkins, Jr.  
Adria Beenhakker Dickey  
Attorneys at Law

P.O. Box 274121  
Tampa, Florida 33688-4121

George E. Fahrenkopf  
Fred Sustman  
Administrative Assistants  
Tiffany G. Hanson  
Legal Assistant

March 16, 2012

Division of Corporations  
Florida Department of State  
PO Box 6327  
Tallahassee, FL 32314

RE: Barker Management & Consulting, Inc.

Gentlepersons:

I am enclosing the original and one copy for certification of the Articles of Incorporation for the proposed Florida corporation referred to above to be effective on 15 March 2012. Also enclosed is a check for the following fees:

New Corporation filing fee	\$ 35.00
Registered agent fee	35.00
Certified copy of Articles	8.75

Total \$ 78.75

Please file these Articles of Incorporation and forward the certified copy to me for our corporate records.

Sincerely,



Harold L. Harkins, Jr.

cc: Barker Management & Consulting, Inc.

**Articles of Incorporation  
Barker Management & Consulting, Inc.**

In compliance with Chapter 607 Florida Statutes. (Profit)

**ARTICLE I Name**

The name of this corporation shall be: Barker Management & Consulting, Inc.

**ARTICLE II Principal Office**

The principal place of business, street and mailing address of the corporation shall be:

370 23rd Ave SW  
Largo, FL 33778-1708

**ARTICLE III Purpose**

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

**ARTICLE IV Capital Stock**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is Five Thousand (5,000) shares of One Dollar (\$1.00) par value common stock.

**ARTICLE V Officers & Directors**

The initial director, president, secretary and treasurer are:

Thomas O. Barker  
370 23rd Ave SW  
Largo, FL 33778-1708

**ARTICLE VI Initial Registered Agent and Address**

The name and address of the initial registered agent of the corporation is:

Thomas O. Barker  
370 23rd Ave SW  
Largo, FL 33778-1708

**ARTICLE VII Incorporator**

The name and street address of the incorporator to these Article of Incorporation is:

Thomas O. Barker  
370 23rd Ave SW  
Largo, FL 33778-1708

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**ARTICLE VIII Amendment**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

**ARTICLE IX Bylaws**

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend, or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

**ARTICLE X Indemnification**

Any person who was or is a party, or is threatened to be made a party to any threatened, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative, or investigative, and whether or not brought by or in the right of the Corporation, by reason of the fact that he or she is or was a director, officer, employee, or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust, or other enterprise, shall be indemnified by the Corporation, unless the conduct of such person is finally adjudged to have been grossly negligent or to constitute willful misconduct, against expenses (including attorneys' fee), judgments, fines, and amounts paid in settlement actually and reasonably incurred by him or her in connection with such action, suit, or proceeding, including any appeal thereof.

Expenses (including attorneys' fee) incurred in defending a civil or criminal action, suit, or proceeding shall be paid by the Corporation in advance of the final disposition of such action, suit, or proceeding upon receipt of an undertaking by or on behalf of the director, officer, employee or agent to repay such amount, unless it shall ultimately be determined that he or she is entitled to be indemnified by the Corporation as authorized in this Article.

Indemnification hereunder shall continue as to a person who has ceased to be a director, officer, employee or agent, and shall inure to the benefit of the heirs, executors, and administrators of such person. The foregoing rights of indemnification shall not be deemed exclusive of any other rights to which any such person may otherwise be entitled apart from this Article.

The Board of Directors may authorize the purchase and maintenance of insurance on behalf of any person who is or was a director, officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise against any liability asserted against him and incurred by him in any such capacity or arising out of his status as such, whether or not the Corporation would have the power to indemnify him against such liability under the provisions of this Article.

**ARTICLE XI Conflicts of Interest**

No contract or other transaction between this Corporation and one or more of its directors or any other corporation, firm, association or entity in which one or more of the directors are directors or officers or are financially interested, shall be either void or voidable because of such relationship or interest or because such director or directors are present at the meeting of the Board of Directors or a committee thereof

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which authorizes, approves or ratifies such contract or transaction or because his or their votes are counted for such purpose, if:

- The fact of such relationship or interest is disclosed or known to the Board of Directors or committee which authorizes, approves or ratifies the contract or transaction by a vote or consent sufficient for the purpose without counting the votes or consents of such interested directors; or
- The fact of such relationship or interest is disclosed or known to the shareholders entitled to vote and they authorize, approve or ratify such contract or transaction by vote or written consent; or
- The contract or transaction is fair and reasonable as to this Corporation at the time it is authorized by the Board, a committee or the shareholders.

Common or interested directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or a committee thereof which authorizes, approves or ratifies such contract or transaction.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Thomas O. Barker, Registered Agent

12 March 2012

Date

I submit this document and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.



Thomas O. Barker, Incorporator

12 March 2012

Date

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