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P95000022942

March 17, 1995

State of Florida
Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

RECEIVED
MAR 21 1995
TALLAHASSEE, FLORIDA

RE: BARZANO EXHIBITS, INC.

Dear Sir or Madam:

Enclosed please find the original and one (1) copy of the Articles of Incorporation and Certificate of Designation of Registered Agent and Registered Office for the newly-formed company, BARZANO EXHIBITS, INC.

PLEASE IMMEDIATELY file the Articles of Incorporation for **BARZANO EXHIBITS, INC.**, and return the copy stamped "filed" to this office in the enclosed self-addressed, stamped envelope provided herewith for that purpose.

Also enclosed is money order in the amount of \$70.00 payable to the Secretary of State, State of Florida, Division of Corporations, to cover the costs of the filing of the Articles of Incorporation for BARZANO EXHIBITS, INC. as follows:

Filing Fee.....\$ 35.00
Registered Agent....
Designation.....\$ 35.00
Total.....\$ 70.00

Thank you for your kind and prompt attention to this matter.

Very truly yours,

ARTHUR M. WOLFF, ESQUIRE

cc: James D. Linley - Barzano Exhibits, Inc.
AMW/prb JL.LS Enclosures

FILED
MAR 22 1995
TALLAHASSEE, FLORIDA

3/22/95
P95-22942

ARTICLES OF INCORPORATION
OF
BARZANO EXHIBITS, INC.

FILED
1955 MAR 22 PM 3 13

The undersigned subscribers of these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation is BARZANO EXHIBITS, INC.

ARTICLE II

The general nature of the business to be transacted by this corporation is: to manufacture, purchase, or otherwise acquire and hold, to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, and services of every class, kind and description, except that it is not to conduct a safe deposit, trust, surety, express, railroad, canal, telegraph or cemetery company, a cooperative association, fraternal benefit society, state fair or exposition.

ARTICLE III

The maximum number of shares that this corporation is authorized to have outstanding at any one time is: 100 (One Hundred) shares at One Dollar (\$1.00) per share par value. The consideration to be paid for each share shall be fixed by the Board of Directors.

ARTICLE IV

The amount of capital with which this corporation will begin business is not less than Five Hundred Dollars (\$500.00).

ARTICLE V

This corporation is to exist perpetually.

ARTICLE VI

Pursuant to §607.034, Florida Statutes, the principal office of this corporation in the State of Florida shall be 1670 S. W. 23rd Avenue, Fort Lauderdale, Broward County, Florida 33312; and the Registered Agent in the State of Florida shall be JAMES D. LINLEY, whose address is 1670 S. W. 23rd Avenue, Fort Lauderdale, Broward County, Florida 33312.

ARTICLE VII

This corporation shall have one (1) director, initially: JAMES D. LINLEY of 1670 S. W. 23rd Avenue, Fort Lauderdale, Broward County, Florida 33312. The number of directors may be increased or diminished from time to time by By-Laws adopted by the stockholders.

ARTICLE VIII

The names and post office addresses of the members of the first Board of Directors, the President, Vice-President and Secretary, Treasurer are:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
JAMES D. LINLEY	1670 S. W. 23rd Avenue Fort Lauderdale, FL 33312	President, Secretary/ Treasurer, Director

ARTICLE IX

The name and address of each subscriber of these Articles of Incorporation, the number of shares of stock each agrees to take and the value of the consideration is:

<u>NAME</u>	<u>ADDRESS</u>	<u>NO. SHARES</u>	<u>PAID</u>
JAMES D. LINLEY	1670 S. W. 23rd Avenue Fort Lauderdale, FL 33312	100	\$100.00

ARTICLE X

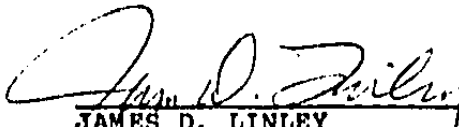
In accordance with Florida Statutes, §607.0630 it is expressly provided herein that the shareholders of this corporation shall have pre-emptive rights in any new stock of the same kind, class or series as that which they already hold and they shall have the right to purchase their pro-rata share thereof, (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others, which price in the case of par value shares may be in excess of par.

ARTICLE XI

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders meeting by the majority of the stockholders entitled to vote thereon.

ARTICLE XII

It is the intention of these Articles that the Directors shall sell the capital stock of this corporation in accordance with the conditions of Section 1242-1244, inclusive, of the Internal Revenue Code.



JAMES D. LINLEY

SEAL

STATE OF FLORIDA :
: ss.
COUNTY OF BROWARD:

I HEREBY CERTIFY, that on this 17th day of March, 1995,
personally appeared before me, an officer duly authorized
to administer oaths and take acknowledgements, JAMES D. LINLEY,
to me well known to be the person described as subscriber in
and who executed the foregoing Articles of Incorporation of
BARZANO EXHIBITS, INC., and who produced his Florida
Driver's License as his identification, and who acknowledged
before me that he subscribed to those Articles of Incorporation,
and who did take an oath, and who acknowledged before me that he
executed the same freely and voluntarily for the purposes
therein expressed.

WITNESS my hand and official seal at Fort Lauderdale,
Broward County, Florida this 17th day of March, 1995.

NOTARY PUBLIC, STATE OF FLORIDA

Name: Arthur M. Wolff

My Commission Expires: _____

Personally Known ☒
or

Produced Identification _____

Type of Identification Produced _____



Arthur M. Wolff
MY COMMISSION # CC4320
Expires December 12, 1995
BONDED THRU TROY FAIR INSURANCE, INC.



ARTHUR M. WOLFF
MY COMMISSION # CC4320 EXPIRES
December 12, 1995
BONDED THRU TROY FAIR INSURANCE, INC.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, BARZANO EXHIBITS, INC., organized under the laws of the State of Florida, submits the following statement in designating the Registered Agent and Registered Office in the State of Florida.

1. The name of the corporation is:

BARZANO EXHIBITS, INC.

2. The name and address of the corporation's Registered Agent and Registered Office is:

JAMES D. LINLEY
1670 S. W. 23rd Avenue
Fort Lauderdale, Florida 33312

Having been named as Registered Agent and to accept service of process for the above-referenced 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.

Dated this 17th day of March, 1995.


JAMES D. LINLEY