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(All correspondence to Naples)

January 4, 1996

EXPRESS MAIL

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: Bardney, Inc.

000001680860
-01/05/96--01116--009
*****122.50 *****122.50

Dear Sir:

Enclosed for the above-referenced corporation are the Articles of Incorporation and a check in the amount of \$122.50, representing the appropriate filing fees for the Articles of Incorporation and Acceptance (Designation) of Registered Agent, and issuance of certified copy of same, payable to the Florida Department of State. Please have the Articles filed expeditiously.

Please notify the undersigned upon completion of the above by returning the enclosed Articles, file stamped. If for any reason the above is not acceptable for filing, please advise the undersigned by telephone at (941) 649-7778.

Thank you for your assistance in this matter.

Sincerely,


Kenneth D. Goodman

Enclosure

cc: Ms. Nicole Ginic de Espinosa



**ARTICLES OF INCORPORATION
OF
BARDNEY, INC.**

The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name and mailing address of the corporation are:

**BARDNEY, INC.
3033 Riviera Drive, Suite 106
Naples, Florida 33940**

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The corporation is organized for the purposes of transacting any or all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue is 100,000 shares of common stock of the par value of One Dollar (\$1.00) each. The corporation shall have the authority to purchase, directly or indirectly, its own shares to the extent of the aggregate of unrestricted capital surplus available therefor and unrestricted reduction surplus available therefor. No shareholder of the corporation shall have the right of cumulative voting at any election of directors or upon any other matter.

No holder of securities of the corporation shall be entitled as a matter of right, preemptive or otherwise, to subscribe or purchase any securities of the

corporation now or hereafter authorized to be issued, or securities held in the treasury of the corporation, whether issued or sold for cash or other consideration or as a dividend or otherwise. Any such securities may be issued or disposed of by the board of directors to such persons and on such terms as in its discretion it shall deem advisable.

ARTICLE V

The name and address of its initial registered agent and office are:

Kenneth D. Goodman
Goodman Breen Lile & Goldman
3033 Riviera Drive, Suite 106
Naples, Florida 33940

ARTICLE VI

The business and the affairs of this corporation shall be managed by a Board of Directors, which shall be elected by the shareholders and serve as provided in the bylaws. The number of the members of the Board of Directors may either be increased or decreased from time to time by the bylaws, but shall never be less than one (1). The corporation shall have one (1) director initially, and the name and address of the initial director are as follows:

Nicole Ginic de Espinosa
3033 Riviera Drive, Suite 106
Naples, Florida 33940

ARTICLE VII

The name and address of the incorporator are:

Kenneth D. Goodman
Goodman Breen Lile & Goldman
3033 Riviera Drive, Suite 106
Naples, Florida 33940

ARTICLE VIII

The corporation shall commence its existence on January 4, 1996.

DATED: January 3, 1996.


RECEIVED
JAN 5 1996
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


Kenneth D. Goodman

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 4th day of January, 1996, by Kenneth D. Goodman, who ☒ is personally known to me or ☐ has produced a driver's license as identification, and who did take an oath.

NOTARY PUBLIC:

Sign 
Print MANETTA OSBURN
State of Florida at Large
My Commission Expires:

OFFICIAL NOTARY SEAL
MANETTA OSBURN
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC306441
MY COMMISSION EXP. AUG. 14, 1997

ACCEPTANCE BY REGISTERED AGENT

Having been designated as the Registered Agent of the above-named corporation to accept service of process for said corporation, at the place designated in the foregoing Articles of Incorporation, I hereby agree to act in this capacity and agree to comply with the provisions of said act relative to keeping open said office.


Kenneth D. Goodman
Registered Agent