

1101 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-1911

800-342-8086

CSC networks
PRESIDENTIAL
LEGAL & FINANCIAL SERVICES

PG00008810

ACCOUNT NO. : 072100000032

REFERENCE : 814549 1055810

AUTHORIZATION :

COST LIMIT : \$ 122.50

RECEIVED
96 JAN 22 PM 4:23
DIVISION OF CORPORATION

ORDER DATE : January 22, 1996

ORDER TIME : 12:55 PM

ORDER NO. : 814549

CUSTOMER NO: 1055810

200001685842

CUSTOMER: Len Aronoff, Esq
LEN ARONOFF, ESQ

1801 Lee Road, Suite 301

Winter Park, FL 32709

DOMESTIC FILING

NAME: THE OLE RED BARN, INC.

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: CAROL HENSAL

EXAMINER'S INITIALS:

T. BROWN JAN 29 1996

FILED
96 JAN 29 PM 12:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

~~1055810~~

[Signature]



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

RECEIVED
96 JAN 29 AM 10:15
DIVISION OF CORPORATIONS

January 23, 1996

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: THE OLE RED BARN, INC.
Ref. Number: W96000001637

We have received your document for THE OLE RED BARN, INC. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

The document must include original signatures.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6932.

Teresa Brown
Corporate Specialist

Letter Number: 196A00002777

1-29-96
Resubmit
CMX

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96 JAN 23 PM 12:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Incorporation
of
The Ole Red Barn, Inc.

THE UNDERSIGNED, acting as Incorporator of a corporation under the Florida General Corporation Act , adopts the following Articles of Incorporation for such corporation:

ARTICLE I - NAME

The name of the corporation is The Ole Red Barn, Inc.

The mailing address of the corporation is :

1801 Lee Road, Ste. 306
Winter Park, Florida 32789

ARTICLE II - TERM OF EXISTENCE

The period of duration of the corporation is perpetual.

ARTICLE III - NATURE OF BUSINESS

The general purpose for which the corporation is organized is to engage in general and related business and to do everything necessary, proper, advisable, or convenient for the accomplishment of said purposes and to do all other things incidental to them or connected with them that are not forbidden by the Florida corporation laws or by other law, or by these Articles of Incorporation, and to carry out the said purposes in any state, territory, district, or possession of the United States, or in any foreign country, to the extent that these purposes are not forbidden by the law of the state, territory, district, or

possession of the United State, or by the foreign country. Additionally, to engage in any business or occupation that is lawful in the State of Florida and the United States.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 1000 shares of stock, with a par value of .10¢ per share. All 1000 shares shall be issued upon incorporation.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent and office of this corporation is as follows:

LEN ARONOFF, ESQUIRE
1801 Lee Road, Suite 306
Winter Park, Florida 32789

Initial Principal Office:

8750 South Highway 17 & 92
Fern Park, Florida 32730

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have five Directors, initially. The number of directors may be either increased or decreased from time to time by an amendment of the by-laws of the corporation in the manner provided by law, but shall never be less than one.

The names and addresses of the initial Directors are:

Harry W. Rohr
1009 Ferndell Rd.
Orlando, FL 32808

Erma I. Kloth
6332 Stanwin Dr.
Apopka, FL 32712

Fred H. Hadfield
1041 Marin Dr.,
Longwood, FL 32750

Donna Murray
25916 Pine Valley Dr.
Mt. Plymouth, FL 32776

Pearl Beaulieu
161 Sunset Dr.,
Longwood, FL 32750

ARTICLE VII - INCORPORATOR (S)

The name and address of the incorporator (s) signing these Articles of Incorporation are:

Donna Murray
25916 Pine Valley Dr.,
Mt. Plymouth, FL 32776

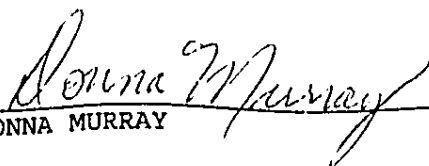
ARTICLE VIII - INFORMAL ACTION OF DIRECTORS

If all the directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

ARTICLE IX - AMENDMENT OF THE ARTICLES

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.

EXECUTED by the undersigned at Orlando, Florida, this 8th day of January, 1996.


DONNA MURRAY

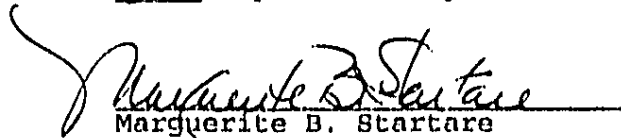
STATE OF FLORIDA

COUNTY OF ORANGE

BEFORE ME, the undersigned authority, duly authorized in the State and County aforesaid, personally appeared Donna Murray, who identified herself to me by producing a Florida Drivers License,

No. 17600-177-38-611 as the subscriber, who executed the foregoing Articles of Incorporation before me personally.

WITNESS my hand and seal this 8th day of January, 1996.


Marguerite B. Startare
Notary Public of the
State of Florida at Large



ACCEPTANCE BY REGISTERED AGENT

I, LEN ARONOFF, ESQUIRE, agree to accept the designation as
Registered Agent for The Ole Red Barn, Inc. and as such Registered
Agent, I agree to accept Service of Process and to comply with all
other requirements of Florida Statute, Chapter 607 which apply to
my capacity as Registered Agent.


DATED this 8th day of January, 1996.


LEN ARONOFF

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, duly authorized in the
State and County aforesaid, personally appeared Len Aronoff,
Esquire, to me known to be the person described as the subscriber,
who executed the foregoing Articles of Incorporation, and
acknowledged before me that he subscribed to the Articles of
Incorporation.

WITNESS my hand and seal this 8th day of January, 1996.


Marguerite B. Startare
Notary Public of the
State of Florida at Large



96 JAN 23 PM 12:29
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING REGISTERED OFFICE FOR THE
SERVICE OF PROCESS WITHIN THE STATE OF
FLORIDA, AND NAMING THE REGISTERED AGENT
UPON WHOM PROCESS MAY BE SERVED**

In compliance with Statutes 48.091 and 607.034 of the Florida
Statutes, the following is submitted:

1. The Ole Red Barn, Inc. desiring to qualify under the laws
of the State of Florida, with its principal place of business in
the city of Winter Park, State of Florida, has named LEN ARONOFF,
ESQUIRE, located at 1801 Lee Road, Suite 306, in the City of Winter
Park, State of Florida, as its Registered Agent to accept service
of process within the State of Florida.

DATED this 8th day of January, 1996.

THE OLE RED BARN, INC.

By:

Donna Murray
DONNA MURRAY

Having been named to accept service of process for the above
state corporation at the place designated above, I HEREBY AGREE TO
ACT in this capacity and agree to comply with the provisions of all
statutes relative to the proper and complete performance of my
duties.

DATED this 8th day of January, 1996.

Len Aronoff
LEN ARONOFF, ESQUIRE

96 JAN 23 PM 12:29
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA