

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-22-9175
904-22-9176 FAX

800-342-8086



networks

PROFESSIONAL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 07E10000003E

REFERENCE : 877834 7106301

AUTHORIZATION : Patricia Pyzdek

COST LIMIT : \$ 70.00

ORDER DATE : March 12, 1996

ORDER TIME : 12:18 PM

ORDER NO. : 877834

CUSTOMER NO: 7106301

CUSTOMER: Mr. Raymond J. Akoury
MR. RAYMOND J. AKOURY

400001740444

144 Water Street

Milford, CT 06460

DOMESTIC FILING

NAME: BARNETT GROUP INC.

EFFECTIVE DATE:

XXX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XXX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

EXAMINER'S INITIALS:

T. BROWN MAR 13 1996

FILED
96 MAR 12 AM 8:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
96 MAR 12 AM 8:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
BARNETT GROUP INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

BARNETT GROUP INC.

The address of the principal office of this corporation shall be 144 Water Street, Milford, Connecticut 06460 and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The names and addresses of the initial members of the Board of Directors are:

Raymond J. Akoury

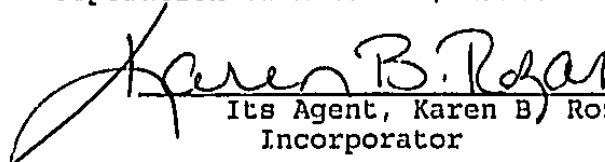
538 Popes Island Road
Milford, Connecticut 06460

ARTICLE VII. INCORPORATOR

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

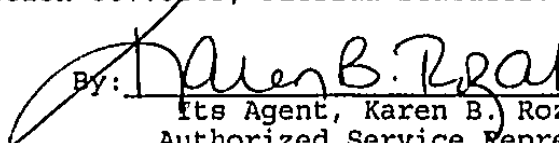
Corporate Agents, Inc.
1201 Hays Street
Tallahassee, Florida 32301

The undersigned incorporator has executed these Articles of Incorporation on March 12, 1996.


Its Agent, Karen B. Rozar
Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

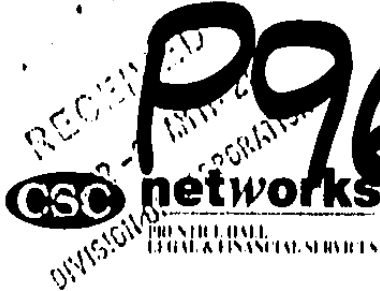
Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: 
Its Agent, Karen B. Rozar
Authorized Service Representative
Corporation Service Company

DGS

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-9101 FAX

800-342-8086



P96000022452

ACCOUNT NO. : 072100000032

REFERENCE : 877834 7106301

AUTHORIZATION : *Patricia Pyzdek*

COST LIMIT : \$ 35.00

ORDER DATE : March 12, 1996

ORDER TIME : 10:18 AM

ORDER NO. : 877834

CUSTOMER NO: 7106301

CUSTOMER: Mr. Raymond J. Akoury
Mr. Raymond J. Akoury
144 Water Street

Norwalk, CT 06854

DOMESTIC AMENDMENT FILING

NAME: BARNETT GROUP INC.

XXX__ ARTICLES OF AMENDMENT
____ RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XXX__ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

EXAMINER'S INITIALS:

FILED
96 APR -3 PM 12:05
SECRETARY OF STATE
TALLAHASSEE FLORIDA

4/3

John
Name
Change
9. Amend

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION

ARTICLE I of the Articles of Incorporation of
BARNETT GROUP INC. shall be amended to read as
follows:

FILED
96 APR -3 PM 12:05
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I. NAME

The name of the corporation shall be:

BARNETT GROUP, INC.

The address of the principal office of this corporation
shall be 144 Water Street, Norwalk, Connecticut 06460
and the mailing address of the corporation shall be the same.

All other paragraphs and articles of the Articles of
Incorporation shall remain unchanged.

The foregoing amendment was adopted by the Incorporator
without shareholder action because shareholder action was not
required.

The foregoing amendment was adopted on the 3rd day
of April, 1996.

Corporate Agents, Inc.

Gail Shelby
BY: Its Incorporator,
Its Agent, Gail Shelby

P96000022452

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 6, 1997

BARNETT GROUP, INC.
2000 POST RD
FAIRFIELD, CT 06430

SUBJECT: BARNETT GROUP, INC.
Ref. Number: P96000022452

Debit Memo #: 80415-A

This is to inform you that check #1028 in the amount of \$178.75 submitted with the annual report for BARNETT GROUP, INC. has been returned by your bank because of NON-SUFFICIENT FUNDS.

We request you remit a cashier's check or money order, referencing the above named debit memo number, in the amount of \$193.75 made payable to the Department of State to cover the unpaid fees and service charge.

Section 607.1421 or 617.1421, Florida Statutes, requires at least 60 day notice of our intent to administratively dissolve or revoke your corporation for failure to file the annual report and pay the filing fee. Consider this your 60 day notice if the payment is not received, your corporation will be administratively dissolved or revoked on or after October 6, 1997 and a reinstatement fee of an additional \$585 will be imposed to reactivate the corporation.

Please send the replacement check to my attention at the address listed below.

If you have any questions concerning the filing of your document, please call (850) 487-6057.

Pat Bailey
Accountant I

Letter Number: 797A00040028