

P96000028960

CORP NAME:-BARBIERI ENTERPRISES INC.
16326 70TH STREET NORTH-street address
LOXAHATCHEE, FLORIDA 33470-city & state,zip

Date: FEBRUARY 27, 1996

FILED
96 MAR 28 11:50
TALLAHASSEE, FLORIDA

State of Florida
Department of State
Division of Corporations
P.O.Box 6327
Tallahassee, Florida 32301

Re: New Corporation Filing
Name of Corp -----BARBIERI ENTERPRISES INC

Dear SIR:

Enclosed, please find, executed Articles of Incorporation, copy of same, and a check in the amount of **\$35.00 FOR THE FILING FEES**

\$35.00 FOR THE REGISTERED AGENT DESIGNATION
TOTAL= \$70.00

(if a certified copy is needed an additional \$52.50 is enclosed) **\$122.50**
After filing same please forward the copy of the filed articles to:

MARTY KNOPP
2921 DAVIE BOULEVARD
FORT LAUDERDALE, FLORIDA 33312
(305) 791-9591

Thank you for your prompt handling of the foregoing.

BARBIERI ENTERPRISES INC-corp name
TODD BARBIERI-incorporator
MAILING ADDRESS
16326 70TH STREET NORTH-street address
LOXAHATCHEE, FLORIDA 33470-city & state,zip
PRINCIPAL OFFICE ADDRESS

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****122.50 ****122.50

16326 70TH STREET NORTH-street address
LOXAHATCHEE, FLORIDA 33470-city & state,zip
FEBRUARY 27, 1996-DATE PREPARED AND SIGNED
EFFECTIVE DATE - This Corporation shall be effective as of the date signed.

4/3/96
B

ARTICLES OF INCORPORATION
NAME OF CORPORATION:
BARBIERI ENTERPRISES INC

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

ARTICLE I
CORPORATE NAME
BARBIERI ENTERPRISES INC
NATURE OF CORPORATE BUSINESS

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This Corporation is organized for the purpose of transacting any lawful business permitted under the laws of the United States and of the State of Florida.

ARTICLE III
CAPITAL STRUCTURE

[A] **Capital Stock:** The Corporation is authorized to issue and have outstanding at any one time an aggregate number of SEVEN THOUSAND FIVE HUNDRED (7,500) shares of stock having a par value of ONE DOLLAR (\$1.00) per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

[B] **Stock Classes:** The shares of the Corporation may be divided into one or more classes with such designations, preferences, limitations and relative rights as stated in the By-Laws of the Corporation. The voting rights of any class or series of shares of the Corporation may be limited or denied as provided in the By-Laws of the Corporation to an extent not inconsistent with general law.

[C] **Restrictions:** The Corporation shall have the power to restrict or regulate the sale, transfer, or any other disposition of any of the shares of the Corporation by any of its shareholders, to the extent provided in the By-Laws of the Corporation.

ARTICLE IV
PREEMPTIVE RIGHTS

Shareholders of the Corporation shall have preemptive rights to acquire their pro rata share of stock of the Corporation for all issues of any class of stock of the Corporation no matter when authorized, and for whatever consideration is contemplated to be received by the Corporation, including but not limited to cash, other property, services, the acquisition of other corporations' shares or property through merger or the extinguishment of debts. Preemptive rights shall apply to the reissue of all redeemed or otherwise acquired shares, including the reissue of treasury shares.

**ARTICLE V
EXISTENCE**

This Corporation shall have perpetual existence unless sooner dissolved according to law. This Corporation shall be effective as of the date signed.

**ARTICLE VI
INITIAL BOARD OF DIRECTORS**

The number of Directors constituting the initial Board of Directors of this Corporation is one (1). The number of Directors may be either increased or decreased from time to time by an amendment of the By-Laws but shall never be less than one (1). The names and addresses of the initial Board of Directors are:

**TODD BARBIERI
16326 70TH STREET NORTH
LOXAHATCHEE, FLORIDA 33470**

All Directors of the Corporation shall have the right to vote on all contracts and other transactions of the Corporation regardless of their interests therein and no such contract or other transaction between this Corporation and any one or more of its directors or shareholders or any other corporation, firm, association, or entity in which one or more of its directors or shareholders are directors or are financially interested shall be either void or voidable because of such relationship or interest.

**ARTICLE VII
AMENDMENT OF 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.

**ARTICLE VIII
INCORPORATOR**

The name and address of the Incorporator executing these Articles of Incorporation are

**CORPORATE MAILING ADDRESS AND PRINCIPAL OFFICE ADDRESS
TODD BARBIERI
16326 70TH STREET NORTH
LOXAHATCHEE, FLORIDA 33470**

**ARTICLE IX
REGISTERED AGENT AND OFFICE**

The Corporation's initial Registered Agent and Registered Office in the State of Florida are:

INITIAL REGISTERED AGENT AND ADDRESS IS::

**TODD BARBIERI
16326 70TH STREET NORTH
LOXAHATCHEE, FLORIDA 33470**

