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TRANSMITTAL LETTER

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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-06/03/96--01036--001
****78.75****78.75

FILED
96 MAY 31 PM 4:10
SECRET
TALLAHASSEE, FLORIDA

SUBJECT: BARGUIDE, INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one [1] copy of the articles of incorporation and a check for \$70.00.

FROM:

JONATHAN FRIERMAN

Name (printed or typed)

148 OLIVE TREE CR

Address

ALTAMONTE SPRINGS, FL 32717

City, State & Zip

(407) 862-8201

Daytime Telephone Number

LFT
6-6-96

NOTE: Please provide the original and one [1] copy of the articles.

Articles of Incorporation
of

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TALLAHASSEE, FLORIDA

BARGUIDE, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I
NAME

The name of the corporation shall be: *BARGUIDE, INC.*

ARTICLE II
PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

*14B OLIVE TREE CIRCLE
ALTAMONTE SPRINGS, FL*

ARTICLE III
SHARES

32714

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1,000

ARTICLE IV
INITIAL REGISTERED AGENT & STREET ADDRESS

The name and address of the initial registered agent is:

JONATHAN FRIERMAN
148 OLIVE TREE CIRCLE
ALTAMONTE SPRINGS, FL

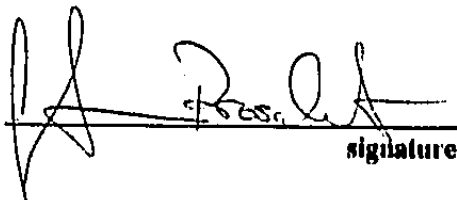
ARTICLE V
INCORPORATOR

32714

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

JONATHAN FRIERMAN
148 OLIVE TREE CIRCLE
ALTAMONTE SPRINGS, FL
32714

The undersigned incorporator has executed these Articles of Incorporation this 28
MAY day of MAY, 1996


signature

signature

signature

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

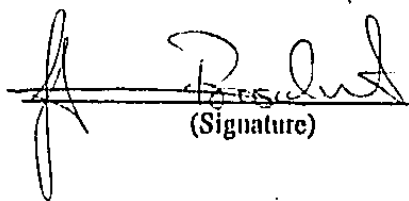
1) The name of the corporation is: *BARGUIDE, INC.*

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2) The name and address of the registered agent and office is, (post office box is not acceptable):

*JONATHAN FRIERMAN
148 OLIVE TREE CR
ALTAMONTE SPRINGS, FL 32714*

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in the 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 obligation of my position as registered agent.


(Signature)