

PAID 000082166

1201 HAYS STREET
TALLAHASSEE, FL 32310-2600
904-222-0111
904-222-0111 FAX

800-42-8-96



PRESTIGE HALL
LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 108956 9031A

AUTHORIZATION :

Patricia Pizzuti

COST LIMIT : \$ 70.00

ORDER DATE : October 3, 1996

ORDER TIME : 9:0 AM

ORDER NO. : 108956

600001964996

CUSTOMER NO: 9031A

CUSTOMER: Sandy Flynn, Legal Asst
STEVENS & MENYHART, P.A.

160 Mcleod Street

Merritt Island, FL 32953

DOMESTIC FILING

NAME: BARBARA ANN, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Victoria L. Perez

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 OCT -1 PM 12:07

RECEIVED
96 OCT -4 AM 10:12
DIVISION OF CORPORATIONS

10/4/96

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 OCT -6 PM 12:07

ARTICLES OF INCORPORATION
OF
BARBARA ANN, 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:

BARBARA ANN, INC.

The address of the principal office of this corporation shall be 1425 Anchor Lane, Merritt Island, Florida 32952, 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 100 shares of common stock having \$1.00 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. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Barbara B. Hansley	1425 Anchor Lane
Dir./Pres./Sec./Sreas.	Merritt Island, Florida 32952

ARTICLE VII. INCORPORATOR

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

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 OCT -4 PM 12:07

IN WITNESS WHEREOF, the undersigned agent of
Corporation Service Company, has hereunto set their hand
and seal of Corporation Service Company, on October 4, 1996.

CORPORATION SERVICE COMPANY

By: Deborah D. Skipper
It's Agent, Deborah D. Skipper

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Florida corporation
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.

CORPORATION SERVICE COMPANY

By: Deborah D. Skipper
It's Agent, Deborah D. Skipper

ACG/vlp

P96000082166

LAW OFFICES OF
STEVENS & MENYHART, P.A.

SHELDON D. STEVENS

ANDREW W. MENYHART

October 22, 1996

100 McLEOD STREET
POST OFFICE BOX 541760
MERRITT ISLAND, FLORIDA 32954-1760
TELEPHONE (407) 453-2221
ORLANDO (407) 425-6084
FAX (407) 450-3024

Secretary of State
Post Office Box 6327
Tallahassee, FL 32314

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-10/29/96--01042--006
*****35.00 *****35.00


Re: Barbara Ann, Inc.

Dear Sir or Madam:

Enclosed herewith please find the Statement of Change of Registered Office and Registered Agent for filing in regard to Barbara Ann, Inc. I have also enclosed a check in the sum of \$35.00 which represents your fee for filing the Statement.

If you should require any further information, please do not hesitate to contact my office.

Sincerely,


SHELDON D. STEVENS

SDS/jmb/secstate.ltr

Enclosure: as stated

cc: CSC

FILED
96 OCT 28 PM 5:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SH 10/30

Charter No. _____

Date Filed _____

STATEMENT OF CHANGE OF REGISTERED OFFICE
AND REGISTERED AGENT

Pursuant to the provisions of Sections 607.0501 and 607.0502, or 607.1608, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement for the purpose of changing its registered office and registered agent in the State of Florida.

1. The name of the corporation is: Barbara Ann, Inc.

2. The name and address of its present registered agent is:

CORPORATION INFORMATION SERVICES, INC.
1201 Hays Street
Tallahassee, Florida 32301

3. The name and street address to which its registered agent is to be changed is:
(P.O. BOX NOT ACCEPTABLE)

Sheldon D Stevens, Esquire

Stevens & Menyhart, P.A.

160 McLeod Street, Merritt Island, FL 32953

4. The street address of its registered office and the street address of the business office of its registered agent, as changed, are identical.

5. Such change was authorized by resolution duly adopted by its board of directors or by an officer of the corporation so authorized by the board of directors.

Barbara B. Hansley, Pres.
(Typed or printed name and title)

Signature Barbara B. Hansley
(President or Vice President)

Date October 22, 1996

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS 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 RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT UNDER SECTION 607.0505, FLORIDA STATUTES.

Please Print/Type Name Sheldon D. Stevens

Signature [Signature]
(Agent)

Date October 22, 1996

(FILING FEE \$35.00)

FILED
96 OCT 28 PM 5:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA