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November 12, 1996

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Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

RE: Barlico Corp.

Dear Sir:

Enclosed is an original and one copy of the Articles of Incorporation of Barlico Corp. and our check for \$70. Also enclosed is a copy of the name reservation certificate.

Please file the Articles of Incorporation, issue a Certificate of Incorporation, take other actions as required by law to effect the incorporation, and return the Certificate of Incorporation to us.

Very truly yours,

ALEXANDER & VANN

By: 
David E. Wilder

DEW/jk
Enclosure

W96 94388



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 10, 1996

DAVID E. WILDER
ALEXANDER & VANN
P.O. BOX 1479
THOMASVILLE, GA 31799-1479

The name BARLICO CORP. has been reserved for 120 days beginning October 10, 1996. The reservation number is R96000004835 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

~~Robin Moore~~
Emily Prime

Letter number: 296A00046107

ARTICLES OF INCORPORATION
OF
BARLICO CORP.

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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: BARLICO CORP.

ARTICLE II

PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation shall be: 11 West 16th Road, Palm Coast, Florida 32137.

ARTICLE III

CAPITAL STOCK

The total number of shares of stock which the Corporation has authority to issue is 100,000 shares of capital stock, all of which shall be designated "common stock." The shares of common stock shall have unlimited voting rights and shall be entitled to receive all of the net assets of the Corporation upon liquidation or dissolution.

ARTICLE IV

INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is: John H. Lionarons, 11 West 16th Road, Palm Coast, Florida 32137.

ARTICLE V

INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of one (1) person. The name and street address of the sole member of the initial Board of Directors of this Corporation who shall hold office until the first annual meeting of the shareholders and thereafter until his successor is elected is as follows:

John H. Lionarons
11 West 16th Road
Palm Coast, Florida 32137.

ARTICLE VI

INCORPORATOR

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

John H. Lionarons
11 West 16th Road
Palm Coast, Florida 32137.

The undersigned incorporator has executed these Articles of Incorporation this 11 day of Nov. 1996, 1996.



John H. Lionarons, Incorporator

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, 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: BARLICO CORP.
2. The name and address of the registered agent and office is: John H. Lionarons, 11 West 16th Road, Palm Coast, Florida 32137.

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 RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


John H. Lionarons

Date: 11/9, Nov 9, 1996

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