

**RICHARD W. NORRIS**  
Attorney at Law  
7651-A Ashley Park Court, Suite 401  
Orlando, Florida 32835  
(407) 299-8096  
(407) 295-7274 Facsimile

P97000026257

March 13, 1997

VIA FEDERAL EXPRESS

Florida Secretary of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

re: NEW CORPORATION  
BAR-NIS, INC.

100002117171--4  
-03/18/97-01146--003  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Dear Sir or Madam:

Enclosed for filing please find the Articles of Incorporation re: BAR-NIS, INC. Also enclosed is a check payable to the Secretary of State for the \$70.00 filing fee. Please return the filing receipt via Federal Express to this office at the address above. A return Fed. Ex. Airbill is enclosed.

If you should have any questions, please feel free to call me.

Sincerely,

RICHARD W. NORRIS, P.A.

*Marcia H. Hodson*

By: Marcia H. Hodson

:mhh  
Enclosures

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 MAR 18 AM 10:52

3/25/97

**ARTICLES OF INCORPORATION  
OF  
BAR-NIS, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 MAR 18 AM 10:52

The undersigned subscribers, natural persons competent to contract, for the purposes of forming a corporation under the laws of the State of Florida, adopts the following ARTICLES OF INCORPORATION for the corporation: **BAR-NIS, INC.**

**ARTICLE ONE**

**NAME**

The name of the Corporation is **BAR-NIS, INC.**

**ARTICLE TWO**

**DURATION**

The duration of the Corporation is perpetual.

**ARTICLE THREE**

**PURPOSE OF BUSINESS**

The corporation may engage in any activity or business permitted under the Florida General Corporation Act and business authorized by the State of Florida.

**ARTICLE FOUR**

**CAPITALIZATION**

The aggregate number of shares of common stock which the Corporation shall have authority

to issue is one thousand (1,000) shares which shall be common stock having a one cent (\$ 00.01) per share. Each share shall have one vote on all business affairs of the Corporation, as designated by the By-Laws.

#### **ARTICLE FIVE**

##### **PRINCIPAL AND REGISTERED OFFICE OF THE CORPORATION**

The principal office of the Corporation shall be:

1407 13th Street  
St. Cloud, Florida 34769

#### **ARTICLE SIX**

##### **REGISTERED AGENT AND OFFICE OF THE REGISTERED AGENT**

The registered agent and registered office of the Corporation shall be:

Richard W. Norris, P.A.  
7651-A Ashley Park Court, Suite 401  
Orlando, Florida 32835

#### **ARTICLE SEVEN**

##### **DIRECTORS AND PRINCIPAL OFFICERS**

The number of Directors shall be two or the number as adopted by the By-Laws of the Corporation. The Directors at the time of Incorporation shall be:

President:	Rita Niswonger
Vice-President:	John Niswonger
Vice-President:	Jerald T. Barnes, Sr.
Secretary:	Tina M. Barnes
Treasurer:	Tina M. Barnes

The officers of this Corporation shall be the officer of the President/ Director and Vice-President/Director. The first Board of Directors, and designated Officers shall hold office for the first year of existence of the Corporation or until their successors are elected, qualified and sworn to up hold the By-Laws of the Corporation.

#### **ARTICLE EIGHT**

##### **BY-LAWS**

The Board of Directors or their designees shall enact a set of By-Laws in which to govern the business affairs of the Corporation within three (3) months of the first Director coming to the office. Once ratified by a majority of all share holders any change or amendment will require a majority vote of the voting share holders attending the annual or special meeting called for this purpose.

#### **ARTICLE NINE**

##### **INCORPORATOR**

Name and street address of the incorporator of these Articles of Incorporation is:

Tina M. Barnes  
2400 Missouri Avenue  
St. Cloud, Florida 34769

#### **ARTICLE TEN**

##### **AMENDMENTS**

These Articles of Incorporation may be amended in any manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders meeting by majority of the stock entitled to vote thereon, unless all of the shareholders sign a written

statement manifesting their intention that a certain amendment of these Article of Incorporation may be made.

IN WITNESS, where of I have executed these ARTICLES OF INCORPORATION in duplicate on this 17<sup>th</sup> day of March, 1997.

  
TINA M. BARNES, Incorporator

**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT AND 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 agent and registered office, in the State of Florida:

1. The name of the corporation is: **BAR-NIS, INC.**
2. The name and address of the registered agent and registered agent's office is:

**RICHARD W. NORRIS, P.A.**  
**7651-A ASHLEY PARK COURT, SUITE 401**  
**ORLANDO, FLORIDA 32835**

HAVING BEEN NAMED 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.

Signature: 

**RICHARD W. NORRIS, ESQUIRE FOR**  
**RICHARD W. NORRIS, P.A.**

Date: MARCH 17, 1997

STATE OF FLORIDA  
COUNTY OF ORANGE

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

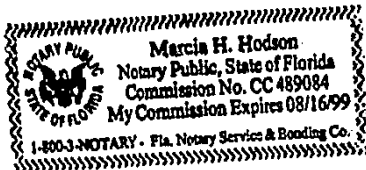
97 MAR 18 AM 10: 52

The foregoing instrument was acknowledged before me on March 17, 1997, by of TINA M. BARNES, who produced a Florida Driver's License as identification and who did not take an oath.

WITNESS my hand and official seal on the County and State last aforesaid on March 17, 1997.

*Marcia H. Hodson*

NOTARY PUBLIC: MARCIA H. HODSON



(SEAL)

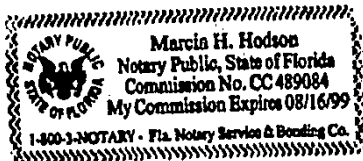
STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me on March 17, 1997, by RICHARD W. NORRIS, ESQUIRE, President of RICHARD W. NORRIS, P.A., who is personally known to me or produced a Florida Driver's License as identification and who did not take an oath.

WITNESS my hand and official seal on the County and State last aforesaid on March 17, 1997.

*Marcia H. Hodson*

NOTARY PUBLIC: MARCIA H. HODSON



(SEAL)