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CorpAmerica, Inc.

30 Old Rudnick Lane • Dover, Delaware 19901 • (302) 736-4300 • Fax: (302) 736-5620
Toll Free: (888) 736-4300 • Internet: http://www.corpamerica.com

May 27, 1997

Corporate Records Bureau
Division of Corporations
George Firestone Building
409 E. Gaines Street
Tallahassee, FL 32399

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-09/03/97--01041--005
*****70.00 *****70.00

RE: Barnes Supply, Inc.

Dear Corporations:

Please file the enclosed Articles of Incorporation, for the above referenced corporation in the State of Florida. Also enclosed is our check for \$70 to cover the necessary filing fees.

Please return the filed document to:

CorpAmerica, Inc.
Rose L. Redman
30 Old Rudnick Lane
Dover, DE 19901

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

If you have any questions or problems, please feel free to contact me. Thank you very much.

Sincerely,

Rose L. Redman
Rose L. Redman
Customer Service

Rose GAVE

Enclosures

AUTHORIZATION BY PHONE TO
CORRECT certificate (P.A.)
DATE 9/5/97

418

TM-9/5/97

ARTICLES OF INCORPORATION

OF

Barnes Supply, Inc.

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

ARTICLE I - NAME

The name of the corporation shall be:

Barnes Supply, Inc.

The principal place of business of this corporation shall be:

157 Drennen Road, Orlando, FL 32806

ARTICLE II - NATURE OF BUSINESS

This corporation may engage in or transact 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, including, but not limited to operating a wholesale janitorial supply outlet.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is:

One Thousand (1,000) shares at One Dollar (\$1.00) per share.

ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

**Arlene J. Rzegocki
157 Drennen Road
Orlando, FL 32806**

ARTICLE V - INCORPORATOR

The name and street address of the incorporator to this articles of incorporation is:

**Rose L. Redman
CorpAmerica, Inc.
30 Old Rudnick Lane
Dover, Delaware 19901**

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 28th day of August, 1997.



Signature of Incorporator

DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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CERTIFICATE OF DESIGNATION
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: Barnes Supply, Inc.
2. The name and address of the registered agent and office is:

Arlene J. Rzegocki
157 Drannen Road
Orlando, FL 32806

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.

SIGNATURE: _____

Arlene J. Rzegocki
Arlene Rzegocki

DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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