

R. Cash Barlow

Attorney at Law

P.O. Box 492
Jacksonville, FL 32201
904-334-1113

P98000020926

March 2, 1998

EFFECTIVE DATE
3-1-98

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

RE: Barlow Enterprises & Consulting, Inc.

TO WHOM IT MAY CONCERN:

800002446838--3
-03/04/98--01065--013
***122.50 ***122.50

Enclosed please find Check No. 631 in the amount of \$122.50 to cover the following:

\$35.00 Filing fee for Articles of Incorporation
\$35.00 Designation and acceptance of register agent fee
\$52.50 Certified copy of these documents fee

If there are any additional requirements, please contact our office. I remain —

Very truly yours,

R. Cash Barlow
R. Cash Barlow
For the Incorporator

RCB/dl

Encls.

FILED
98 MAR -4 AM 9:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*Done
3/2/98*

ARTICLES OF INCORPORATION
OF
Barlow Enterprises & Consulting, Inc.

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is Barlow Enterprises & Consulting, Inc.

ARTICLE II

The existence of the corporation shall begin on March 1, 1998.

ARTICLE III

The address of the principal office of the Corporation is 109 N. Liberty Street, Jacksonville, FL 32202.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 100, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share upon all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is 109 N. Liberty Street, Jacksonville, Florida 32202. The initial registered agent for the Corporation at that address is R. Cash Barlow. The board of directors from time to time may move the registered office to any other address within the State of Florida.

ARTICLE VI

The initial board of directors shall consist of one (1) member. The name and address of the person who will serve on the initial board of directors are:

Name	Address
R. Cash Barlow	P.O. Box 492 Jacksonville, FL 32201

The person named as director shall hold office for the first year of existence of the Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

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TALLAHASSEE

EFFECTIVE DATE
3-1-98

The Board of Directors is hereby authorized to make provision for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefore in any form.

ARTICLE VII

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 1st day of March 1998.


R. Cash Barlow

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Barlow Enterprises & Consulting, Inc., at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).


R. Cash Barlow

March 1, 1998.

FILED
98 MAR -4 AM 9:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA