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ARTICLES OF INCORPORATION

OF

BARTEC INTERNATIONAL, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporator, for the purpose of forming a corporation under Chapter 607 of the laws of the State of Florida, does hereby adopt the following Articles of Incorporation:

Article 1.

NAME OF CORPORATION

The name of the Corporation is **BARTEC INTERNATIONAL, INC.**

Article 2.

PURPOSE

The general purposes for which the Corporation is organized is to engage in and transact any lawful business or activities permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

Article 3.

EFFECTIVE DATE AND DURATION

The effective date of this corporation shall be deemed to be **October 5, 1998** and the term of existence of the corporation shall be perpetual.

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Prepared by: LAW OFFICES OF CUERVO & PARKS, P.A.- 1840 Harrison St., #302, Hollywood, FL 33020

BAR#572063 305- 923- 8260

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Article 4.

CAPITAL STOCK

The aggregate number of shares which the Corporation is authorized to issue is ONE THOUSAND (1000) shares of common stock. Such shares shall be of a single class and shall have ONE DOLLAR (\$1.00) par value per share.

Article 5.

PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal place of business and the mailing address of the corporation shall be: 5601 Rodman Street, Hollywood, Florida 33023.

Article 6.

REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial Registered Office of the Corporation is 5601 Rodman Street, Hollywood, Florida 33023 and the name of its initial Registered Agent at that address is THOMAS BARTLETT.

Article 7.

INCORPORATOR

The names and post office addresses of the Incorporator is:

**THOMAS BARTLETT
5601 Rodman Street
Hollywood, Florida 33023**

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Article 8.

DIRECTORS OF CORPORATION

The number of Directors constituting the initial Board of Directors is TWO in number. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one. The name and mailing address of the initial Directors of the Corporation is as follows:

THOMAS BARTLETT -5601 Rodman Street, Hollywood, Florida 33023

ARTHUR BARTLETT -5601 Rodman Street, Hollywood, Florida 33023

Article 9.

SPECIAL PROVISION - Indemnification

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to full extent permitted by law.

Article 10.

SPECIAL PROVISION - Self Dealing

No contract or other transaction between the corporation and any other corporation, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in, or is a director or officer of any other corporation. Any director or directors of the corporation, individually or jointly, may be a party or parties to, or may be interested in, any such contract or transaction of the corporation, or in which the corporation is

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interested and no contract, act or transaction, in the absence of fraud, shall be affected or invalidated by the fact that any director or directors of the corporation is a party or parties to, or interested in, such contract, act or transaction in or in any way connected with such person or persons, firm or corporation. Further, any director of the corporation may vote upon any contract or agreement entered into with a subsidiary or affiliated corporation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed the foregoing Articles of Incorporation on 29 day of July, 1998.

Incorporator:

by: Thomas E. Bartlett

Thomas Bartlett

ACKNOWLEDGEMENT AND ACCEPTANCE BY REGISTERED AGENT

The undersigned, having been named as Registered Agent for BARTEC INTERNATIONAL, INC., as set forth in the foregoing Articles of Incorporation, does hereby agree to act in this capacity and to accept service of process for the above stated corporation at the place designated in the foregoing Articles of Incorporation.

The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the duties of Registered Agent pursuant to F.S. 607.0501(3), and is familiar with and accepts all such obligations associated with this position.

DATED this 29 day of July, 1998.

Thomas E. Bartlett
THOMAS BARTLETT
as Registered Agent

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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