

BARCLAY'S GROUP INTERNATIONAL FINANCIAL PLANNING & INSURANCE, INC.
249 Peruvian Avenue, Suite F4
Palm Beach, FL 33480
(561) 417 - 5828

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
OCT 12 AM 9:02

September 27, 1998

898000087639

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

600002661526--4
-10/12/98--01072--014
*****78.50 *****78.50

Gentlemen:

Enclosed please find a check in the amount of \$ 78.50 to cover the cost of incorporating my business in the name of:

BARCLAY'S GROUP INTERNATIONAL FINANCIAL PLANNING & INSURANCE, INC.

The name is to be in capital letters only.

I have enclosed the original and a copy of the articles of incorporation of the company. Please send the approved articles to the above address, when it is completed.

Thank you very much.

Sincerely,



Glenn A. Burns
President
ENC: Two (2)

F. CHESSEY OCT 14 1998

ARTICLES OF INCORPORATION
OF
BARCLAY'S GROUP INTERNATIONAL FINANCIAL PLANNING & INSURANCE, INC.

ARTICLE 1
NAME

The name of this corporation shall be: BARCLAY'S GROUP INTERNATIONAL FINANCIAL PLANNING & INSURANCE, INC.

ARTICLE 2
DURATION

The duration of this corporation shall be perpetual.

ARTICLE 3
PURPOSE

The Corporation may engage in any activity or business permitted under the laws of the State of Florida or the United States of America.

ARTICLE 4
CAPITAL STOCK

The total number of shares which the corporation is authorized to issue is 500. Shares shall be of a single class and shall have a par value of \$1.00.

ARTICLE 5
INITIAL PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the initial principal office and mailing address of the corporation is:

249 Peruvian Avenue, Suite F5
Palm Beach, FL 33480

ARTICLE 6
INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or decreased from time to time by the by-laws but shall never be less than one. The name of the initial director is:

GLENN A. BURNS

ARTICLE 7
INCORPORATOR

The name and address of the person signing these Articles is:

GLENN A BURNS
249 Peruvian Avenue, Suite F5
Palm Beach, FL 33480

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
20 OCT 12 AM 9:02

ARTICLE 8
BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE 9
AMENDMENTS

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto and any right conferred upon the Stockholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has hereunto executed these Articles of Incorporation, this 27TH day of SEPTEMBER 1998.



GLENN A. BURNS

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

Certificate of Registered Agent

of

BARCLAY'S GROUP INTERNATIONAL FINANCIAL PLANNING & INSURANCE, INC.

Pursuant to Florida Statue Sections 48.091 and 607.034, the following is submitted:

The above named corporation, desires to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at:

249 Peruvian Avenue, Suite F5
Palm Beach, FL 33480

has named Glenn A. Burns located at the aforesaid address, as its Registered Agent to accept service of process within this State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.



GLENN A. BURNS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 12 AM 9:02