

**CORPORATE  
ACCESS,  
INC.**

1116-D Thomasville Road . Mount Vernon Square . Tallahassee, Florida 32303

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1.) The Barclays Group, Inc.  
(CORPORATE NAME & DOCUMENT #)

2.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

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3.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

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(CORPORATE NAME & DOCUMENT #)

9.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

10.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

**SPECIAL INSTRUCTIONS**

FILED  
98 DEC 14 AM 10:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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T. SMITH DEC 14 1998

# ARTICLES OF INCORPORATION

of

THE BARCLAYS GROUP INC.

(name of corporation)

The undersigned acting as the incorporators of a corporation under the Florida Business Corporation Act, adopt(s) the following articles of incorporation for such corporation:

## ARTICLE I - CORPORATE NAME

The name of the corporation is:

THE BARCLAYS GROUP INC.

## ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

## ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

## ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 1000 shares of common stock, par value \$ 1.00 per share.

## ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office and, if different, the mailing address is:

STREET ADDRESS	<u>2170 SE 17th Street Suite 207</u>		
CITY	<u>FT LAUDERDALE</u>	FLORIDA	ZIP <u>33316</u>
Mailing address, if different			
STREET ADDRESS	<u>SAME</u>		
CITY		FLORIDA	ZIP

## ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and the name of the initial registered agent at the office is:

NAME	<u>JOHN A KEUPER</u>		
ADDRESS	<u>2170 SE 17th Street Suite 207</u>		
CITY	<u>FT LAUDERDALE</u>	FLORIDA	ZIP <u>33316</u>

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### ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have ONE (1) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	<u>JOHN A KEUPER</u>		
ADDRESS	<u>2170 SE 17th Street Suite 207</u>		
CITY	STATE	ZIP	
<u>FT LAUDERDALE</u>	<u>FL</u>	<u>33316</u>	
NAME			
ADDRESS			
CITY	STATE	ZIP	
NAME			
ADDRESS			
CITY	STATE	ZIP	

### ARTICLE VIII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	<u>JOHN A. KEUPER</u>		
ADDRESS	<u>2170 SE 17th Street</u>		
CITY	STATE	ZIP	
<u>FT LAUDERDALE</u>	<u>FL</u>	<u>33316</u>	
NAME			
ADDRESS			
CITY	STATE	ZIP	
NAME			
ADDRESS			
CITY	STATE	ZIP	

The undersigned incorporator(s) have executed these Articles of Incorporation this 12th day of December, 1998.

John A Keuper (Signature)

\_\_\_\_\_ (Signature)

\_\_\_\_\_ (Signature)

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/ REGISTERED OFFICE

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THE BARCLAYS GROUP, INC  
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, organized under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 2170 SE 17th Street - Suite 207  
FT LAUDERDALE, FL 33316

has named JOHN A. KEUPER

located at the aforesaid address, as its registered agent to accept service of process within this state.

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.

John A. Keuper  
(Signature)

12-12-98  
(Date)