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CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

Barbour Liquidation Corporation

☐ Walk In

☐ Pick Up Time

☐ Mail Out

☐ Will Wait

☐ Photocopy

☒ Certified Copy

☐ Certificate of Status

☐ Certificate of Good Standing

☐ ARTICLES ONLY

☐ ALL CHARTER DOCS

**RUSH**

98 DEC 17 PM 2:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

☐ Certificate of FICTITIOUS NAME

☐ FICTITIOUS NAME SEARCH

☐ CORP SEARCH

Ordered By: \_\_\_\_\_

Date: \_\_\_\_\_

1. SMITH DEC 17 1998

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF  
INCORPORATION  
OF  
Barbour Liquidation Corporation**

**ARTICLE I  
Corporate Name**

The name of this corporation is: Barbour Liquidation Corporation.

**ARTICLE II  
Nature Of Business And Powers**

The general nature of the business to be transacted by Barbour Liquidation Corporation is to engage in any and all business permitted under the laws of the State of Florida.

**ARTICLE III  
Capital Stock**

The maximum number of shares of stock that Barbour Liquidation Corporation is authorized to issue and have outstanding at any one time is 1000 shares of common stock without par value.

**ARTICLE IV  
Term Of Existence**

Barbour Liquidation Corporation shall have perpetual existence, commencing upon filing of these articles.

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**ARTICLE V**  
**Registered Agent, Initial Registered Office**  
**Principal Place of Business and Mailing Address**

The Registered Agent and the street address of the initial Registered Office of Barbour Liquidation Corporation in the State of Florida shall be:

John M. Morgan  
302 Lee Boulevard, Suite 102  
Lehigh Acres, Florida 33936

The principal place of business and the mailing address of Barbour Liquidation Corporation in the State of Florida shall be:

302 Lee Boulevard, Suite 102  
Lehigh Acres, Florida 33936

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

**ARTICLE VI**  
**Board Of Directors**

Barbour Liquidation Corporation shall have 1 directors initially. The number of directors may be increased or diminished from time to time by the Bylaws adopted by the shareholders, but shall never be less than one.

**ARTICLE VII**  
**Initial Director(s)**

The names of the initial directors of Barbour Liquidation Corporation and their street addresses are:

Hugh R. Barbour  
1810 Barbour Drive  
Uhrichsville, Ohio 44683

The persons named as initial directors shall hold office for the first year of existence of Barbour Liquidation Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

## **ARTICLE VIII**

### **Incorporator**

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

John M. Morgan  
302 Lee Boulevard, Suite 102  
Lehigh Acres, Florida 33936

## **ARTICLE IX**

### **Amendment**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on the 15<sup>th</sup> day of December, 1998.

  
\_\_\_\_\_  
John M. Morgan  
Incorporator

December 16, 1998

To: The Department of State  
Tallahassee, Florida 32304

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TALLAHASSEE, FLORIDA

**Certificate Designating Place Of Business Or Domicile  
For The Service Of Process Within Florida  
Naming Agent Upon Whom Process May Be Served**

In compliance with Section 607.0501 of the Florida General Corporation Act, the following is submitted:

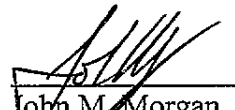
Barbour Liquidation Corporation, with its place of business at 302 Lee Boulevard, Suite 102, Lehigh Acres, Florida 33936 has named John M. Morgan, located at 302 Lee Boulevard, Suite 102, Lehigh Acres, Florida 33936 as its agent to accept service of process within the State of Florida.

Dated the 15th of December, 1998.

  
\_\_\_\_\_  
John M. Morgan  
Incorporator

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325 of the Florida General Corporation Act.

Dated the 15th of December, 1998.

  
\_\_\_\_\_  
John M. Morgan  
Registered Agent