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MICHAEL W. HILL  
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4000 NORTH FEDERAL HIGHWAY  
SUITE 201  
BOCA RATON, FLORIDA 33431  
Tel: (561) 347-6757  
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November 19, 1999

**TRANSMITTAL LETTER**

Department of State,  
Division of Corporations  
Box 6327  
Tallahassee, FL 32314

200003054252--4  
-11/24/99--01064--011  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

VIA: FEDERAL EXPRESS

SUBJECT: BARBER FAMILY ENTERPRISES, INC.

Enclosed are an original and two copies of the Articles of Incorporation and a Designation and Acceptance of Registered Agent for a Florida Corporation, along with my check in the amount of \$78.75 for the filing fee and certificate.

Best Regards

  
Michael W. Hill

FILED

99 NOV 24 AM 9:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

K. Rolfe DEC 1 1999

**ARTICLES OF INCORPORATION  
OF  
BARBER FAMILY ENTERPRISES, INC.**

**FILED**  
99 NOV 24 AM 9:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I. CORPORATE NAME**

The name of this corporation is: BARBER FAMILY ENTERPRISES, INC.

**ARTICLE II. PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation are: 904 Natures Cove Road, Dania Beach, FL 33004

**ARTICLE III. CAPITAL STOCK**

The maximum number of shares this corporation is authorized to issue is one hundred (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 on all matters on which shareholders have the right to vote.

**ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE**

The name and address of the initial registered agent is:

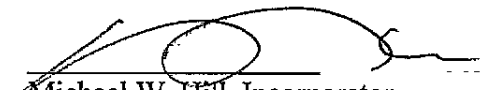
Michael W. Hill  
4000 North Federal Highway  
Suite 201  
Boca Raton, FL 33431

**ARTICLE V. INCORPORATORS**

The name and street address of the incorporator of these articles of incorporation are

Name	Address
Michael W. Hill	4000 N. Federal Highway Suite 201 Boca Raton, FL 33431

The undersigned has executed these Articles of Incorporation on November 19 1999.

  
Michael W. Hill, Incorporator

Prepared by: Michael W. Hill  
Attorney at law  
Florida Bar No.0773050  
4000 N. Federal Highway, Suite 201  
Boca Raton, FL 33431

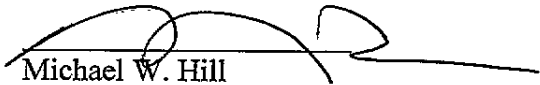
**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF F.S. 607.0501, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the corporation is: BARBER FAMILY ENTERPRISES, INC.
2. The name and address of the registered agent and office is:

Michael W. Hill  
4000 North Federal Highway  
Suite 201  
Boca Raton, FL 33431

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.

  
Michael W. Hill  
Nov 19, 1999

Prepared by: Michael W. Hill  
Attorney at law  
Florida Bar No.0773050  
4000 N. Federal Highway, Suite 201  
Boca Raton, FL 33431

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