

TRANSMITTAL LETTER

P97000066256

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-07/28/97--01174--017
****122.50 ****122.50

SUBJECT: FRATRAC, INC
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

SHERNA SPENCER

FROM:

Name (printed or typed)

LAW OFFICE OF SHERNA SPENCER, P.A.
6950 W OAKLAND PARK BLVD

Address
LAUREL FL 33313

City, State & Zip

954-714-8123

Daytime Telephone number

SECRET
DIVISION OF CORPORATIONS
97 JUL 28 AM 11:53

NOTE: Please provide the original and one copy of the articles.

7-31-97

ARTICLES OF INCORPORATION

OF

FRATRAC, INC

SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUL 28 AM 11:53

The undersigned, desiring to form a corporation under the laws of the State of Florida, by and under the provisions of the statutes of the State of Florida, providing for the formation, liabilities, rights and privileges and immunities of corporations for profit, certifies that:

ARTICLE I - NAME

The name of this corporation is: FRATRAC, INC.

ARTICLE II - EXISTENCE

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States and of this State.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of common stock, each having a par value of no par, which shall be designated as common shares.

ARTICLE V - ADDRESS

The street address and mailing address of the registered office of this Corporation is:

5950 W. Oakland Park Blvd, Ste 103
Ft. Lauderdale, FL 33313

and the name of the initial registered agent of this corporation at that address is:

Sherna Spencer
Attorney at Law

who hereby is familiar with and accepts the duties and responsibilities as registered agent for said corporation.

ARTICLE VI - DIRECTORS

This corporation shall have one director initially. The number of directors may either increase or diminish from time to time in accordance with the by-laws but shall never be fewer than one (1). The name and address of the initial director of this corporation is:

Frederick Frater
1802-102 N. University Drive, #356
Plantation, FL 33322

The principal corporate office is at:

5950 W. Oakland Park Blvd, Ste 103
Ft. Lauderdale, FL 33313

ARTICLE VII - SUBSCRIBERS

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

Frederick Frater
1802-102 N. University Drive, #356
Plantation, FL 33322

ARTICLE VIII - ALIENATION OF SHARES

No shareholder of the Corporation may sell or transfer his shares to another without first offering them to the other shareholders of the Corporation, and he must offer them at the same price.

ARTICLE IX - BY-LAWS

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

ARTICLE X - DIRECTORS' COMPENSATION

The Shareholders of this Corporation shall have the exclusive authority to fix the compensation of the Directors of the Corporation.

ARTICLE XI - AMENDMENT OF ARTICLES

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

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation,

A handwritten signature in black ink, consisting of a series of loops and strokes, positioned above a horizontal line.

INCORPORATOR

STATE OF FLORIDA)

COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared SHERNA SPENCER, to me well known and known to me to be the individual described herein and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS, my hand and official seal in the County and State named above, this 24th day of July 1997.

Otis English

NOTARY PUBLIC, State of Florida at Large

My Commission Expires:



OTIS GEORGE ENGLISH
My Commission CC468135
Expires May. 30, 1998
Bonded by ANB
800-852-5878

97 JUL 28 AM 11:53
SEC. OF STATE
DIVISION OF CORPORATIONS

THE UNDERSIGNED hereby notifies that s(s) he has accepted the position and agrees to act as Registered Agent for FRATRAC, INC.

SHERNA SPENCER, ESQ

SWORN TO and subscribed before me this 24th day of July 1997.



OTIS GEORGE ENGLISH
My Commission CC468135
Expires May. 30, 1998
Bonded by ANB
800-852-5878