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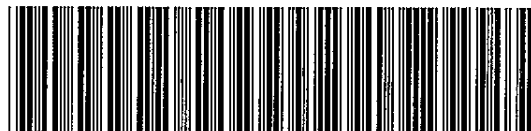
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LAZARUS CORPORATE FILING SERVICE

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

1. FR & R INVESTMENTS, INC.

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

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<input type="checkbox"/>	Domestication
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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	
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<input type="checkbox"/>	Fictitious Name
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<input type="checkbox"/>	Reinstatement
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<input type="checkbox"/>	Other

Examiner's Initials



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

April 14, 2004

LAZARUS

SUBJECT: FR & R INVESTMENTS, INC.
Ref. Number: W04000014496

We have received your document for FR & R INVESTMENTS, INC.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The document number of the name conflict is L02000023777.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6934.

Loria Poole
Document Specialist
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Letter Number: 204A00024649

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2004 APR 15 P 2:58
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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF
FR & R INTERNATIONAL INVESTMENTS,

The undersigned incorporator for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I -NAME

The name of this corporation is FR & R INTERNATIONAL INVESTMENTS, INC.
(hereinafter referred to as the "Corporation").

ARTICLE II -PRINCIPAL OFFICE

The initial address of the principal office of this Corporation is 2103 CORAL WAY, SUITE 306, MIAMI, FLORIDA 33145, and the initial mailing address of this Corporation shall be 2103 CORAL WAY, SUITE 306, MIAMI, FLORIDA 33145.

ARTICLE III - COMMENCEMENT & DURATION

This Corporation shall have perpetual existence. The commencement of this corporation's existence shall be at the time of filing of these Articles of Incorporation.

ARTICLE IV - PURPOSE

The primary purpose of this Corporation is to engage in the practice of investments in commercial and residential real estate and all related activities in the field of investments and/or any business permitted under the laws of the United States and of Florida.

ARTICLE V - CAPITAL STOCK

The number of shares of stock that this Corporation is authorized to issue is: 500 (five hundred) and it shall have no designated par value. The shares will be issued in the

manner prescribed by the Board of Directors. Notwithstanding, anything in these Articles of Incorporation, this Corporation is authorized to issue only one class of stock and such stock shall be designated as common stock.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent of this corporation is Betty Blanco, Esquire whose address is 2103 Coral Way, Suite 306, Miami, Florida 33145, upon whom process in any action or proceeding against this Corporation may be served.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have one initial Director on the initial Board of Directors who is an incorporator of this Corporation.

The initial Director on the initial Board of Directors shall remain on the initial Board of Directors until the first election of the Board of Directors to be held in a manner and at the point in time prescribed by the bylaws adopted by this Corporation as amended from time to time. The number of Directors may be increased or decreased from time to time in accordance with the bylaws adopted by this Corporation as amended from time to time. Notwithstanding anything in these articles of Incorporation the number of directors on the Board of directors shall never be less than (1) . The name of the initial Director on the initial Board of directors of this Corporation is:

NAME

TITLE

Maritza Fonseca

Director-President

ARTICLE VIII - OFFICERS

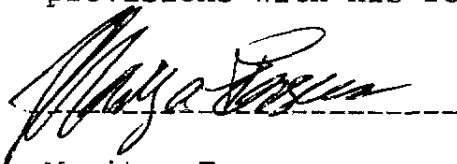
This Corporation shall have one initial offices.
President: Maritza Fonseca Address: 10810 Goldfish Circle,
Orlando, Florida 32825.

ARTICLE IX - INDEMNIFICATION

This Corporation shall indemnify any officer or Director, or
former Officer or Director, to the full extent permitted by law.

ARTICLE X - INCORPORATOR

In order to incorporate this Corporation and in order to
effectuate the governance in accordance with these Articles of
Incorporation, the undersigned incorporator acknowledges the above
provisions with his respective signature:



Maritza Fonseca
Incorporator

2813 S.W. 129 Avenue
Miramar, Florida 33027

Address

ACCEPTANCE BY REGISTERED AGENT

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.

DATED THIS 12th DAY OF APRIL, 2004.

BY


BETTY BLANCO ESQUIRE - REGISTERED AGENT

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TALLAHASSEE, FLORIDA