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To:

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Fax Number : (850) 205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 634-3694  
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**FLORIDA PROFIT CORPORATION OR P.A.**

**may i be frank properties, inc.**

Certificate of Status	0
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ARTICLES OF INCORPORATION

OF

MAY I BE FRANK PROPERTIES, INC.

(5)

ARTICLE I - NAME

The name of the corporation is MAY I BE FRANK PROPERTIES, INC.

ARTICLE II - ADDRESS

The principal office or mailing address of this corporation shall be located at:

May I Be Frank Properties, Inc.  
1160 N.E. 91<sup>st</sup> Terrace  
Miami Shores, Florida 33138-3404

ARTICLE III - DURATION

This corporation shall exist in perpetuity.

ARTICLE IV - PURPOSE

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

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1401 Brickell Avenue, Suite 1000, Miami, Florida 33131, and the name of the registered agent of this corporation is Timothy H. Crutchfield.

ARTICLE VI - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of \$0.01 par value commons stock which shall be designated "Common Shares."

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**ARTICLE VII - INITIAL BOARD OF DIRECTORS**

This corporation shall have 1 director 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. The name and address of the initial director and officer of this corporation is:

Director, President & Secretary: Frank Ceraolo  
1160 N.E. 91<sup>st</sup> Terrace  
Miami Shores, FL 33138-3404

**ARTICLE VIII - INCORPORATOR**

The name and address of the person signing these Articles is:

Timothy H. Crutchfield  
1401 Brickell Avenue  
Suite 1000  
Miami, Florida 33131

**ARTICLE IX - BY-LAWS**

The power to adopt, alter or repeal By-Laws shall be vested in the Board of Directors.

**ARTICLE X - POWERS**

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

**ARTICLE XI - INDEMNIFICATION**

This corporation shall indemnify any former officer or director, to the full extent permitted by law.

**ARTICLE XII - AMENDMENT**

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 subscribed has executed these Articles of  
Incorporation this 12<sup>th</sup> day of August, 2004.

  
TIMOTHY H. CRUTCHFIELD

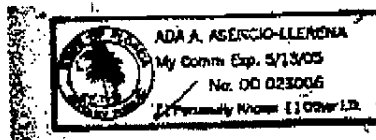
STATE OF FLORIDA                    )  
  ) SS:  
COUNTY OF MIAMI-DADE        )

BEFORE ME, the undersigned authority, personally appeared Timothy H. Crutchfield, to  
me well known, and known to me to be the individual described in and who executed the foregoing  
instrument as subscribed hereto.

WITNESS my hand and official seal this 12<sup>th</sup> day of August, 2004.

  
NOTARY PUBLIC, State of Florida  
Printed Name:

My Commission Expires:



TOTAL P.05

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### DESIGNATION OF REGISTERED AGENT

Pursuant to Chapter 48.091 and 607.034, Florida Statutes, the following is submitted in compliance with the requirements and made a part of the Articles of Incorporation of the corporation.

That, May I Be Frank Properties, Inc. desiring to organize under the Laws of the State of Florida, with its registered office and agent as indicated in the Articles of Incorporation, has named Timothy H. Crutchfield, as its Registered Agent to accept service of process within this State.

Acceptance of appointment as  
Registered Agent



TIMOTHY H. CRUTCHFIELD

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This instrument prepared by:

Timothy H. Crutchfield, Esq.  
1401 Brickell Avenue  
Suite 1000  
Miami, Florida 33131  
FBN: 621617

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