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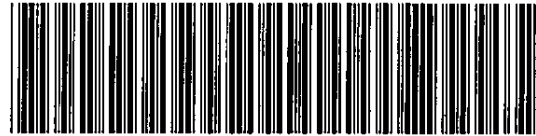
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APPROVED
AND
FILED

08 APR - 2 AM 10:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. McKnight APR 03 2008

COVER LETTER

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

SUBJECT: FRANKL & ROSEN, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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

☐ \$70.00 ☒ \$78.75
Filing Fee Filing Fee
 & Certificate of Status

☐ \$78.75 ☐ \$87.50
Filing Fee Filing Fee,
& Certified Copy Certified Copy
 & Certificate of
 Status

ADDITIONAL COPY REQUIRED

FROM: Martin Frankl
Name (Printed or typed)

4015 Palm Place
Address

Weston, Florida 33331
City, State & Zip

954-258-8590
Daytime Telephone number

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

Articles of Incorporation
In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)
for
FRANKL & ROSEN, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

08 APR -2 AM 10:00

APPROVED
AND
FILED

ARTICLE I - NAME and PRINCIPAL PLACE OF BUSINESS

The name of this corporation is Frankl & Rosen, Inc. and its principal place of business shall be located at 4015 Palm Place, Weston, Florida 33331.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles of Incorporation with the Department of State of Florida.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business. More specifically, among other areas, Frankl & Rosen, Inc. will provide marketing and sales of Life, Health and Variable Annuity Insurance. Generally, Frankl & Rosen, Inc. will transact business for all lawful purposes.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue One Hundred (100) shares of common stock at One Dollar (\$1.00) par value, which shall be designated as "Common Shares."

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 4015 Palm Place, Weston, Florida 33331, and the name of the initial registered agent of this corporation at that address is Martin Frankl.

ARTICLE VII - DIRECTORS

Initially, this corporation shall have one (1) Director who shall serve until his successor(s) shall be elected/appointed at the first meeting of the stockholders and thereafter this corporation shall have no less than one (1) director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws. The name and address of the initial director is as follows:

<u>Name</u>	<u>Address</u>
Martin Frankl	4015 Palm Place Weston, FL 33331

ARTICLE VIII - OFFICERS

The names and addresses of the initial officers of the corporation, who shall serve until their successors shall be elected or appointed, are:

<u>Name</u>	<u>Address</u>
President- Martin Frankl	4015 Palm Place Weston, FL 33331
Vice President- Ricky Rosen	1833 South Ocean Drive Penthouse#7 Hallandale Beach, Florida 33009
Secretary- Ricky Rosen	1833 South Ocean Drive Penthouse#7 Hallandale Beach, Florida 33009
Treasurer- Martin Frankl	4015 Palm Place Weston, FL 33331

ARTICLE IX - INCORPORATOR

The name and address of the Incorporator signing these articles is:

Name

Address

Martin Frankl

4015 Palm Place
Weston, FL 33331

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law. No officer or director shall be personally liable for monetary damages to the corporation or any other person for any statement, vote, decision, or failure to act, regarding corporate management or policy, unless that officer or director breached or failed to perform his duties as an officer or director as provided §607.0831, Florida Statutes.

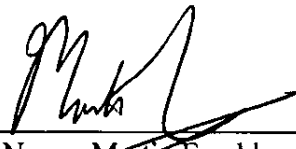
ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation. Articles may be amended at any time by a majority vote of the shareholders.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on the date of signing.

Dated: March 31, 2008

By

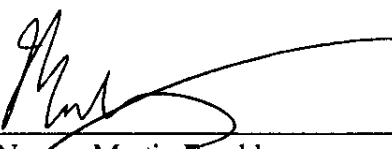

Printed Name: Martin Frankl
Incorporator

**CERTIFICATE DESIGNATING PLACE AND NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First, that Frankl & Rosen, Inc. desiring to organize and qualify under the laws of the State of Florida, has named Martin Frankl, located at 4015 Palm Place Weston, Florida 33331, as its agent to accept service of process within Florida.


Dated: March 31, 2008

By 
Printed Name: Martin Frankl
Incorporator

ACCEPTANCE OF DESIGNATION 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 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: March 31, 2008

By 
Printed Name: Martin Frankl
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA