

P95000062877

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10149, Tallahassee, FL 32302
 TOLL FREE No. 1 800 342-8062
 FAX (904) 222-1222

RE: Frisco Corp.

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

	C.C. FEE.	DISBURS.
<input checked="" type="checkbox"/> Capital Express™		
<input type="checkbox"/> Art. of Inc. Filing		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership Filing		
<input type="checkbox"/> Foreign Corp. Filing		
<input checked="" type="checkbox"/> () Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. Filing		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> O/R		
<input type="checkbox"/> Franchise Item Filing		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Restatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 Filing		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> Filing No. # _____ Copies _____		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone () _____		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> FAX () _____ pgs. _____		

EFFECTIVE DATE
8-11-95

SUBTOTALS	\$
FEE.....	\$
DISBURSED.....	\$
DISCOUNT.....	\$
TAX on Corporate Supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

W95-16371
 DMC
 8/15/95

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE _____	_____	_____	_____
TIME _____	_____	_____	CK No. _____
BY <u>nlc</u>	_____	_____	_____

WALK-IN
 W/M Pick Up 8/15 12:00

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection



FLORIDA DEPARTMENT OF STATE

August 15, 1995

Sandra B. Mortham
Secretary of State

CAPITAL CONNECTION, INC.
417 E. VIRGINIA STREET #1
TALLAHASSEE, FL 32301

SUBJECT: FRISCO CORP.
Ref. Number: W95000016371

RECEIVED
95 AUG 15 AM 11:18
DIVISION OF CORPORATIONS

We have received your document for FRISCO CORP. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

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. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

If you have any questions concerning the filing of your document, please call (904) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 495A00038129

PA5-62877

Claretha Golden

ARTICLES OF INCORPORATION
OF F X P CORP.

FILED
95 AUG 15 PM 12:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation for profit under the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

ARTICLE I

The name of the corporation is F X P CORP.

EFFECTIVE DATE
8-11-95

ARTICLE II

The maximum number of shares of stock which the corporation is authorized to issue and have outstanding at any one time is 7500 shares of common stock having a par value of \$ 1.00 per share.

ARTICLE III

The existence of the corporation shall be perpetual. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five (5) days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

ARTICLE IV

The street address of the initial registered office of the corporation is 201 Alhambra Circle, Suite 1200, Coral Gables, Fl. 33134 and the initial registered agent of the corporation at that address is Fred K. Lickstein.

ARTICLE V

The mailing address of the corporation is located c/o Sernet, Lickstein, Morgenstern, Berger, Friend, Brooke & Gordon, P.A., 201 Alhambra Circle, Suite 1200, Coral Gables, Florida 33134.

ARTICLE VI

The name and street address of each incorporator signing these articles is:

<u>Name</u>	<u>Address</u>
Fred K. Lickstein	201 Alhambra Circle, Suite 1200 Coral Gables, Florida 33134

ARTICLE VII

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

EXECUTED at Miami, Florida, this 11 day of August, 1995.



Fred K. Lickstein

STATE OF FLORIDA)
) :ss
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 11th day of August, 1995 by Fred K. Lickstein who is personally known to me or who has produced N/A as identification.



Notary Public, STATE OF FLORIDA

Print Name: EVADNEY I. BUCHANAN

My Commission Expires:

OFFICIAL NOTARY SEAL
EVADNEY I. BUCHANAN
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC273376
MY COMMISSION EXP. APR. 23, 1997

CERTIFICATE DESIGNATING RESIDENT AGENT **FILED**
AND REGISTERED OFFICE

95 AUG 15 PM 12:16

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

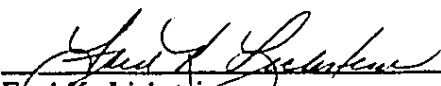
In accordance with Chapter 48.091, Florida Statutes, the following designation and acceptance is submitted in compliance thereof.

DESIGNATION

FRISCO CORP., desiring to organize under the laws of the State of Florida, hereby designates Fred K. Lickstein its registered agent and 201 Alhambra Circle, Suite 1200, Coral Gables, Florida 33134 as its registered office.

ACCEPTANCE

Having been named as registered agent for the above named corporation, I hereby agree to act in such capacity for such corporation at its registered office.



Fred K. Lickstein
(Registered Agent)