

Change Number City
P960000 17845

2/26/96

Requestor's Name
Address
City State ZIP Phone

BROW

VALIDATION ONLY

FILED
95 FEB 27 10:15 AM
TALLAHASSEE, FLORIDA

000001725330
-02/27/96--01080--018
****122.50 ****122.50

CORPORATION(S) NAME

FREDDY'S RAIDERS INCORPORATED

EXPIRE Toll Free: 1-800-432-3028

- Profit
- NonProfit
- Foreign
- Limited Partnership
- Reinstatement
- Certified Copy
- Call When Ready
- Walk In
- Amendment
- Dissolution
- Annual Report
- Reservation
- Photo Copies
- Call If Problem
- Will Wait
- Merger
- Mark
- Other
- Change of Registered Agent
- Certificate Under Seal
- After 4:30
- Mail Out

95 FEB 27 10:15 AM
REC'D
CORPORATION

CERTIFIED COPY add

Name
Availability
Document Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

ARTICLES OF INCORPORATION

of

FREDDY'S RAIDERS INCORPORATED
(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

FREDDY'S RAIDERS INCORPORATED

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue ONE - HUNDRED shares (100) of ONE Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	FRANK SMITH		
ADDRESS	2145 DAVIE BLVD #204		
CITY	FT. LAUDERDALE	FLORIDA FL	ZIP 33312

The principal office, if known, or the mailing address of the corporation is:

NAME	FREDDY'S RAIDERS INCORPORATED		
ADDRESS	2145 DAVIE BLVD #204		
CITY	FT. LAUDERDALE	FLORIDA FL	ZIP 33312

FILED
95 FEB 27 PM 12:45
TALLAHASSEE, FLORIDA

ARTICLE VI - INITIAL BOARD OF DIRECTORS

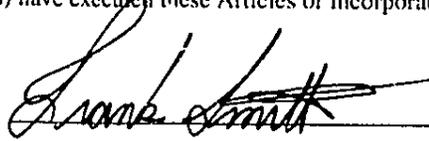
This corporation shall have FOUR (4) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	FREDRICK JARRETT - VICE PRESIDENT		
ADDRESS	938 NW 1st AV		
CITY	FT. LAUDERDALE	STATE	FL ZIP 33311
NAME	BERNARD R - TREASURER		
ADDRESS	462 - W MELROSE RD CIRCLE		
CITY	FT. LAUDERDALE	STATE	FL ZIP 33311
NAME	KENTON WILLIAMS - SECRETARY		
ADDRESS	2910 NW 56 AV		
CITY	LAUDERHILL	STATE	FL ZIP 33319
	FRANK SMITH - PRESIDENT		
	2145 DAVIE BLVD # 204		
	FT. LAUDERDALE	STATE	FL 33312

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	FRANK SMITH		
ADDRESS	2145 DAVIE BLVD # 204		
CITY	FT. LAUDERDALE	STATE	FL ZIP 33312
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 26 day of FEB, 19 96.

 (Seal)
 _____ (Seal)
 _____ (Seal)

CERTIFICATE AND KNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

FREDDY'S RAIDERS INCORPORATED
(name of corporation)

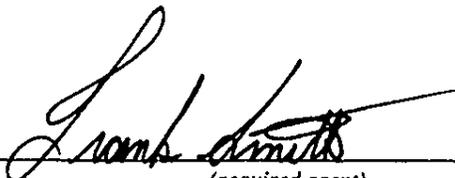
Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida, with
its registered office as indicated in the Articles of Incorporation

at 2145 DAVIE BLVD. # 204
FT. LAUDERDALE FL 33312
has named FRANK SMITH

located at the aforesaid address, as its Registered Agent to accept service of process within
this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated
corporation at the place designated in this certificate, and being familiar with the obliga-
tions of that position, I hereby accept to act in this capacity, and agree to comply with the
provisions of Florida Law in keeping open said office.


(required agent)

FILED
05 FEB 27 PM 12:45
STATE OF FLORIDA
TALLAHASSEE, FLORIDA

P96000017845

May 30, 1996

State of Florida
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

100001852201
-06705795--01087--012
*****35.00 *****35.00

Re: Freddy's Raiders, Inc.
2145 Davie Blvd., Suite 204
Ft. Lauderdale, FL 33312
(954) 316-9919

Enclosed please find Articles of Amendment to the Articles of Incorporation of the above referenced company. Also enclosed please find a check in the amount of \$35.00 for the filing fee.

If further information is required please advise. Thank you.

Sincerely,

Carl Randall Baker

Carl Randall Baker
President, Freddy's Raiders, Inc.

Enclosures

SH 6/12
Amend.

FILED
96 JUN -5 PM 3:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

Freddy's Raiders, Incorporated

(present name)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

95 JUN -5 PM 3:49

FILED

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Article VI - Board of Directors is amended as follows:

Frank Smith - Deleted
Fredrick Jarrett - Vice President
Kenton Williams - Secretary
Carl Randall Baker - President

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: 5-29-96

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____ voting group"

- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 29 day of may, 19 96

Signature Randy Baker
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Typed or printed name

President

Title

P96000017845

Freddy's Raiders
2145 Davie Blvd.
#204
Ft. Lauderdale, FL

FILED
95 AUG 21 PM 1:28
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Office Use Only

33302 (T NUMBER(S), (if known):

- 1. _____ (Corporation Name) (Document #)
- 2. _____ (Corporation Name) (Document #)
- 3. _____ (Corporation Name) (Document #)
- 4. _____ (Corporation Name) (Document #)

500001929085
-08/22/95--01006--015
*****35.00 *****35.00

- Walk in
- Mail out
- Pick up time _____
- Will wait
- Certified Copy
- Certificate of Status
- Photocopy

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

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	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Amend

VS AUG 27 1996

Examiner's Initials

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

Freddy's Raiders, Inc.

(present name)

FILED
96 AUG 21 PM 1:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

AMEND ARTICLE VI

President - Brent Messina

Vice President - Fredrick Jarrett

Secretary - Johnathan Suppia

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: 8-19-96

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____ voting group."
- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 19 day of August, 19 96

Signature Brent Messina
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Brent Messina
Typed or printed name

President
Title

P96000017845

Freddy's Raiders
2145 Davie Blvd. #204
Ft. Lauderdale, FL
33312

Office Use Only

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

- 1. _____
(Corporation Name) (Document #)
- 2. _____
(Corporation Name) (Document #) 800001968238
-10/08/96--01150--012
*****35.00 *****35.00
- 3. _____
(Corporation Name) (Document #)
- 4. _____
(Corporation Name) (Document #)

- Walk in
- Mail out
- Pick up time _____
- Will wait
- Photocopy
- Certified Copy
- Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" 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	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
96 OCT -7 PM 1:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SH 10/14

Examiner's Initials

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

Freddy's Raiders, Incorporated

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: A nendment(s) adopted: (Indicate article number(s) being amended, added or deleted)

Amend ARTICLE VI

Delete - Johnathan Suppia (Secretary)

Add - Keith Muskovyuk - Secretary

FILED
96 OCT - 7 PM 1:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: 10-3-96

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____ voting group."

- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 3 day of October, 19 96

Signature Brent Messina Brent Messina
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Brent Messina
Typed or printed name

President
Title