

February 26, 1996

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

P96000020094

Enclosed are the Articles of Incorporation for:

F.R.A.T. Enterprises Inc. (Friend Recreating All Together)

A check is enclosed for \$122.50 and a copy of the original Articles for a return certified copy.

Any questions pertaining to this should be addressed to :

Carolyn Accola
1365 Windsong Road
Orlando, FL 32809
(407) 438-8387

Thank You.

W96-4870
558

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***122.50 ***122.50

MAR 5 1996 BSB

Carolyn Accola
GAVE
AUTHORIZATION BY PHONE TO
CORRECT name
DATE 3/5/96
CO. EXAM BSB

FILED
96 MAR -1 PM 12:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF
--

F.R.A.T. ENTERPRISES INC.

FILED

96 MAR -1 PM 12:30

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED INCORPORATOR TO THESE ARTICLES OF
INCORPORATION, A NATURAL PERSON COMPETENT TO CONTRACT,
HEREBY FORMS A CORPORATION UNDER THE LAWS OF THE STATE OF
FLORIDA.

ARTICLE I

THE NAME OF THE CORPORATION IS:

F.R.A.T. ENTERPRISES INC.

ARTICLE II

THE GENERAL NATURE OF THE BUSINESS TO BE TRANSACTED BY THIS
CORPORATION IS: CUSTOM PARTIES/ADVENTURES AND TO ENGAGE IN
ANY ACTIVITY OR BUSINESS PERMITTED UNDER THE LAWS OF THE
UNITED STATES AND OF THIS STATE.

TO THE SAME EXTENT AS NATURAL PERSONS MIGHT OR COULD DO, TO
PURCHASE OR OTHERWISE ACQUIRE, AND TO HOLD, OWN, MAINTAIN,
WORK, DEVELOP, SELL, LEASE, EXCHANGE, HIRE, CONVEY,
MORTGAGE, OR OTHERWISE TO DISPOSE OF AND DEAL IN, LANDS AND
LEASE HOLDS, AND ANY INTEREST, ESTATE AND RIGHTS IN REAL
PROPERTY, AND ANY PERSONAL OR MIXED PROPERTY, AND ANY
FRANCHISES, RIGHTS, LICENSES OR PRIVILEGES NECESSARY,
CONVENIENT OF APPROPRIATE FOR ANY OF THE PURPOSES HEREIN
EXPRESSED.

TO EXERCISE ALL THE POWERS NOW GRANTED TO THIS TYPE OF
CORPORATION UNDER FLORIDA LAW, AND ALL POWERS SUBSEQUENTLY
AUTHORIZED OR GRANTED BY LAW OF PRIVATE CORPORATIONS.

THE FOREGOING CLAUSES SHALL BE CONSTRUCTED BOTH AS OBJECTS
AND POWERS, AND IT IS HEREBY EXPRESSLY PROVIDED THAT THE
FOREGOING ENUMERATION OF SPECIFIC POWERS SHALL NOT BE HELD
TO LIMIT OR RESTRICT IN ANY MANNER THE POWERS OF THIS
CORPORATION.

ARTICLES III

THE MAXIMUM NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS SEVENTY FIVE HUNDRED. THE PAR VALUE OF THE STOCK WILL BE \$1.00 PER SHARE.

ARTICLES IV

THIS CORPORATION IS TO EXIST PERPETUALLY.

ARTICLES V

THE INITIAL ADDRESS OF THE PRINCIPAL OFFICE OF THIS CORPORATION IN THE STATE OF FLORIDA IS:
1365 WINDSONG ROAD
ORLANDO, FLORIDA 32809

THE BOARD OF DIRECTORS MAY FROM TIME TO TIME MOVE THE PRINCIPAL OFFICE TO ANY OTHER ADDRESS IN FLORIDA.

ARTICLES VI

THIS CORPORATION SHALL HAVE THREE DIRECTORS, INITIALLY. THE NUMBER OF DIRECTORS MAY BE INCREASED OR DIMINISHED FROM TIME TO TIME, BY BY-LAWS ADOPTED BY THE STOCKHOLDERS, BUT SHALL NEVER BE LESS THAN ONE.

ARTICLES VII

THE NAME AND POST OFFICE ADDRESS' OF THE MEMBERS OF THE FIRST BOARD OF DIRECTORS ARE:

CAROLYN A. ACCOLA, PRESIDENT
1365 WINDSONG ROAD
ORLANDO, FL 32809

DEBRA A. HERTZOG, VICE PRESIDENT
5648 PARKVIEW LAKE DRIVE
ORLANDO, FL 32832

DAVID ATCHISON, SEC/TREASURER
11906 NAHANNI COURT
ORLANDO, FL 32837

ARTICLES VIII

THE NAME AND POST OFFICE ADDRESS OF THE INCORPORATOR TO
THESE ARTICLES OF INCORPORATION IS:

CAROLYN A. ACCOLA
1365 WINDSONG ROAD
ORLANDO, FL 32809

ARTICLES IX

THE NAME AND POST OFFICE ADDRESS' OF THE OFFICERS OF THIS
CORPORATION ARE AS FOLLOWS:

CAROLYN A. ACCOLA, PRESIDENT
1365 WINDSONG ROAD
ORLANDO, FL 32809

DEBRA A. HERTZOG, VICE PRESIDENT
5648 PARKVIEW LAKE DRIVE
ORLANDO, FL 32832

DAVID ATCHISON, SEC/TREASURER
11906 NAHANNI COURT
ORLANDO, FL 32837

ARTICLES X

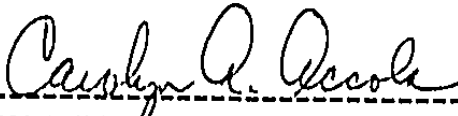
THE CORPORATION SHALL INDEMNIFY ANY AND ALL PERSONS WHO MAY SERVE OR WHO HAVE SERVED AT ANY TIME AS DIRECTOR OR OFFICER, OR WHO AT THE REQUEST OF THE BOARD OF DIRECTORS OF THE CORPORATION MAY SERVE OR AT ANY TIME HAVE SERVED AS DIRECTOR OR OFFICER OF ANOTHER CORPORATION IN WHICH THE CORPORATION AT SUCH TIME OWNED OR MAY OWN OWN SHARES OF STOCK OR OF WHICH IT WAS OR MAY BE A CREDITOR, AND THEIR RESPECTIVE HEIRS, ADMINISTRATORS, SUCCESSORS, AND ASSIGNS, AGAINST ANY AND ALL EXPENSES, INCLUDING AMOUNTS PAID UPON JUDGEMENTS, COUNSEL FEES, AND AMOUNTS PAID IN SETTLEMENT (BEFORE OR AFTER SUIT IS COMMENCED), ACTUALLY AND NECESSARILY INCURRED BY SUCH PERSON IN CONNECTION WITH THE DEFENSE OF SETTLEMENT OF ANY CLAIM, ACTION, SUIT, OR PROCEEDING IN WHICH HE, OR ANY OF THEM, ARE MADE PARTIES, OR A PARTY, OF WHICH MAY BE ASSERTED AGAINST THEM OR ANY OF THEM, BY REASON OF BEING A DIRECTOR OR OFFICER OF THE CORPORATION, OR OF SUCH OTHER CORPORATION, EXCEPT IN RELATION TO MATTERS AS TO WHICH ANY SUCH DIRECTOR OR OFFICER OR FORMER DIRECTOR OR OFFICER OR PERSON SHALL BE ADJUDGED IN ANY ACTION, SUIT, OR PROCEEDING TO BE LIABLE FOR HIS OR HER OWN NEGLIGENCE OR MISCONDUCT IN THE PERFORMANCE OF HIS OR HER DUTY. SUCH IDEMNIFICATION SHALL BE IN ADDITION TO ANY OTHER RIGHTS TO WHICH THOSE INDEMNIFIED MAY BE ENTITLED UNDER ANY LAW, BY-LAW, AGREEMENT, VOTE OF THE STOCKHOLDER, OR OTHERWISE, AND THE CORPORATION SHALL INDEMNIFY ANY OFFICER OR DIRECTOR, OR ANY FORMER OFFICER OR DIRECTOR, TO THE FULL EXTENT PERMITTED BY LAW.

ARTICLE XI

THE REGISTERED OFFICE SHALL BE AT 1365 WINDSONG ROAD
ORLANDO, FL 32809, AND THE REGISTERED AGENT AT THAT SAME
ADDRESS IS CAROLYN A. ACCOLA.

ARTICLE XII

THESE ARTICLES OF INCORPORATION MAY BE AMENDED IN THE MANNER PROVIDED BY LAW. EVERY AMENDMENT SHALL BE APPROVED BY THE HOLDER OR HOLDERS OF A MAJORITY OF THE STOCK ENTITLED TO VOTE THEREON.



CAROLYN A. ACCOLA, PRESIDENT

STATE OF FLORIDA
COUNTY OF ORANGE

I HEREBY CERTIFY THAT ON THIS DAY, BEFORE ME, A NOTARY PUBLIC, DUTY AUTHORIZED IN THE STATE AND COUNTY NAMED ABOVE TO TAKE ACKNOWLEDGMENTS, PERSONALLY APPEARED CAROLYN A. ACCOLA. SHE IS WELL KNOWN TO ME OR HAS PRODUCED IDENTIFICATION IN THE FORM OF A FLORIDA DRIVERS LICENSE AND DID TAKE AN OATH. SHE IS WELL KNOWN TO ME TO BE THE PERSON DESCRIBED AS THE INCORPORATOR IN AND WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION, AND SHE ACKNOWLEDGED BEFORE ME THAT SHE SUBSCRIBED TO THOSE ARTICLES OF INCORPORATION. SWORN TO AND SUBSCRIBED BEFORE ME, WITNESS MY HAND AND OFFICIAL SEAL IN THE COUNTY AND STATE NAMED ABOVE, THIS 20th day of February, 1996.



NOTARY PUBLIC
My commission expires:



VALERIE E. J. CHAMPION
MY COMMISSION # CC 189078 EXPIRES
March 25, 1998
BONDED THROUGH TROY FAIR INSURANCE, INC.

I HAVING BEEN NAMED REGISTERED AGENT FOR F.R.A.T.
ENTERPRISES INC., AGREE TO ACCEPT SERVICE OF PROCESS OF
SAID CORPORATION, AT THE PLACE DESIGNATED IN THIS
CERTIFICATE. I HEREBY AGREE TO ACT IN THE CORPORATION'S
BEST INTEREST AND AGREE TO COMPLY WITH THE PROVISIONS OF THE
CORPORATION ACT OF FLORIDA.



REGISTERED AGENT, CAROLYN A. ACCOLA

FILED
96 MAR - 1 PM 12:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA