

P960000021970

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

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 \$ _____

3/11/96

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	3/11		
TIME	2:00		CK No.
BY	[Signature]		

WALK-IN
 Will Pick Up _____

RE: Fran Gold Florida

96 MAR 11 PM 6:32

SEC. OF RECD. OF DISBURSED
 TALLAHASSEE, FLORIDA

<input checked="" type="checkbox"/> Capital Express™		
<input type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> () Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U S-		
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<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 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s. _____ 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 Prop.		
<input type="checkbox"/> FAX () _____ pgs.		

SUBTOTALS

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

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

ARTICLES OF INCORPORATION
OF

FRAMI GOLD SUCCESS, INC.

ARTICLE I. CORPORATE NAME

FILED

96 MAR 11 PM 4:32

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The name of this corporation is FRAMI GOLD SUCCESS, INC., and its principal place of business is to be located at 3420 N.W. Flagler Terrace, Miami, Florida 33125.

ARTICLE II. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STRUCTURE

A. The Board of Directors can create any type of Capital Structure necessary for the operation of the Corporation. There can be different stocks of Par Value and Non-Par Value.

B. The initial capital structure of Frami Gold Success, Inc., is \$1.00 par value. The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 100 shares of common stock having \$1.00 per par value.

ARTICLE IV. TERM OF EXISTENCE

This Corporation shall have perpetual existence, commencing upon filing of these articles.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Francisco Garcia
3420 NW Flagler Terrace
Miami, Florida 33125
Tel: (954) 981-4496

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE IV. BOARD OF DIRECTORS

This Corporation shall have 2 directors initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VII. INITIAL DIRECTOR

The name of the initial director of this Corporation and his street address is:

Francisco Garcia
3420 N.W. Flagler Terrace
Miami, Florida 33125

The person named as initial director shall hold office for the first year of existence of this Corporation or until his successor is elected or appointed and has qualified, whichever occurs first.

ARTICLE VIII. INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Francisco Garcia
3420 NW Flagler Terrace
Miami, Florida 33125

ARTICLE IX. OFFICERS

Subject to the discretion of the Board of Directors, the affairs of the Corporation shall be administered by its officers, as designated herein, who shall serve at the pleasure of the Board of directors. Officers can be elected or appointed as determined by the Board, and may also be terminated by the Board. All other regulations concerning officers shall be determined by the Bylaws of the Corporation. Any individual can hold one or more positions as necessity dictates. The name and addresses of the initial officers are:

President:	<u>Francisco Garcia</u>
50% shares	<u>3420 NW Flagler Terrace</u>
	<u>Miami, Florida 33125</u>

Vice President:	<u>Milay Martinez de Osaba</u>
50% shares	<u>6107 Rodman Street</u>
	<u>Hollywood, Florida 33023</u>

ARTICLE X. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on the 8th day of March, 1996.

Francisco Garcia
FRANCISCO GARCIA, Incorporator

STATE OF FLORIDA :
COUNTY OF DADE :

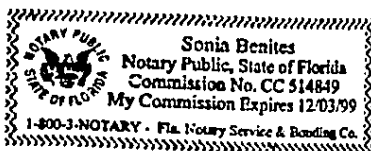
BEFORE ME, a Notary Public, personally appeared Francisco Garcia.

_____ who is personally known to me, or

XX who has produced FDL 6620-240-65-214 as identification, and executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on the 8th day of March, 1996.

Sonia Benites
Notary Public, State of Florida

My Commission Expires:



FILED

96 MAR 11 PM 4 32

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

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

That FRAMI GOLD SUCCESS, INC., desiring to organize under the laws of the State of Florida, has named Francisco Garcia, President, located at, 3420 NW Flagler Terrace, Miami, County of Dade, State of Florida, Tel: (305) 981-4496, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.



Francisco Garcia, REGISTERED AGENT