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LEGAL & FINANCIAL SERVICES

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TALLAHASSEE, FLORIDA

CORPORATE FILING : INCORPORATION

CORPORATE FILING : AMENDMENT

CORPORATE FILING : *Carina Pizito*

Patricia Pizito

CORPORATE FILING : RESOLUTION

CORPORATE FILING : POWER OF ATTORNEY

CORPORATE FILING : CERTIFICATE

CORPORATE FILING : AMENDMENT

CORPORATE FILING : RESOLUTION

CORPORATE FILING : CERTIFICATE OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

U.S. DEPARTMENT OF COMMERCE

U.S. DEPARTMENT OF COMMERCE

DOMESTIC FILING

NAME : FRODOCK, INC.

EFFECTIVE DATE :

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carina L. Dunlap

EXAMINER'S INITIALS:

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96 MAR 22 PM 1:28
DIVISION OF CORPORATION

KATHY H. MAR 26 1996

ARTICLES OF INCORPORATION
OF
FRANCHEK, INC.

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96 MAR 27 14 9 50
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

FRANCHEK, INC.

The address of the principal office of this corporation shall be 1151 Southeast Seventh Court, Suite 202, Dania, Florida 33004, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1151 Southeast Seventh Court, Suite 202, Dania, Florida 33004, and the name of the initial registered agent of the corporation at that address is John Franchek.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

John Franchek	1151 Southeast Seventh Court, Suite 202
Pres.	Dania, Florida 33004

Gwendolyn Franchek	Same
Sec./Treas.	

ARTICLE VII. SPECIAL PROVISION

It is the intent of the Incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code and shall take all actions necessary to obtain and maintain its status as an S corporation.

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on March 22, 1996.

CORPORATION SERVICE COMPANY

By: Deborah D. Skipper
Its Agent, Deborah D. Skipper

CLD

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0801, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

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96 MAR 22 14 9 51
TALLAHASSEE, FL
CLERK OF THE CIRCUIT COURT

1. The name of the corporation is: Frenchell Inc

2. The name and address of the registered agent and office is:

John Frenchell
(Name)

151 SE 7th Court #202
(P.O. Box NOT acceptable)

Tallahassee FL 32304
(City/State/Zip)

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 accept the appointment as registered agent and 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.

SIGNATURE [Signature]

DATE 16 March 96

REGISTERED AGENT FILING FEE: \$35.00

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314

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