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July 18, 1996

UPS NEXT DAY AIR

State of Florida
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: Fritz Equities, Inc.

Gentlemen:

Enclosed herewith please find an original plus one (1) copy of the Articles of Incorporation for the above-referenced corporation. Please file the original and return the copy certified to me at your earliest convenience.

Our firm's check in the amount of \$122.50 is enclosed for the required filing fee.

If you have any questions or need additional information, please feel free to contact me.

Very truly yours,

HARTER, SECRET & EMERY

Howard L. Crown

Howard L. Crown
Attorney

HLC:dh
Enclosures

cc: Mrs. Joyce W. Fritz

Howard Crown GAVE
AUTHORIZATION BY PHONE TO
CORRECT Article V
DATE 7-22-96
DOC. EXAM JK

FILED
STATE
SECRETARY OF CORPORATIONS
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7-22-96

ARTICLES OF INCORPORATION
OF
FRITZ EQUITIES, INC.

RECEIVED
SECRETARY OF STATE
JUN 19 11:21

The undersigned, for the purposes of forming a corporation under Section 607.0202 of the Florida Business Corporation Act, does hereby certify as follows:

ARTICLE I

Corporate Name and Address

The name of the Corporation is Fritz Equities, Inc. and the address of the principal office and mailing address of the Corporation is 6972 West Fourth Avenue, Hialeah, Florida 33014.

ARTICLE II

Corporate Purposes

The Corporation is organized to transact any and all lawful business authorized by the Florida Business Corporation Act.

ARTICLE III

Authorized Stock

The aggregate number of shares of the Corporation shall be 100,000, all of which are to be voting common stock having a par value of Fifty Cents (\$.50) per share.

ARTICLE IV

Registered Office and Registered Agent

The street address of the initial registered office of the Corporation in the State of Florida shall be c/o Harter Secrest & Emery, 800 Laurel Oak Drive, Suite 400, Naples, Florida 33963.

The name of the initial registered agent of the Corporation at the registered office shall be Howard L. Crown.

ARTICLE V

Initial Board of Directors

The initial Board of Directors of the Corporation shall be comprised of ~~five~~ (6) persons. The Directors shall be elected annually, in accordance with the By-laws. The number of Directors may be increased or decreased from time to time in accordance with the By-laws, but shall never be less than one (1). The names and addresses of the initial Directors to hold office until the first annual meeting of the Board of Directors, and until their successors shall have been elected and qualify are as follows:

Joyce Fritz -- 6972 West Fourth Avenue, Hialeah, Florida 33014

John Calvin Fritz -- 6972 West Fourth Avenue, Hialeah, Florida 33014

James Louis Fritz -- 6972 West Fourth Avenue, Hialeah, Florida 33014

Jennifer Fritz Floyd -- 6972 West Fourth Avenue, Hialeah, Florida 33014

Jeffrey Errol Fritz -- 6972 West Fourth Avenue, Hialeah, Florida 33014

Jack Stephen Fritz -- 6972 West Fourth Avenue, Hialeah, Florida 33014

ARTICLE VI

Incorporator

The name and address of the Incorporator of the Corporation is:

Joyce Fritz -- 6972 West Fourth Avenue, Hialeah, Florida 33014

ARTICLE VII

Commencement of Existence

The Corporation shall be deemed to commence on the date of execution of Articles of Incorporation.

ARTICLE VIII

Duration

The term of existence of the Corporation is perpetual.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation this 18th day of July, 1996.

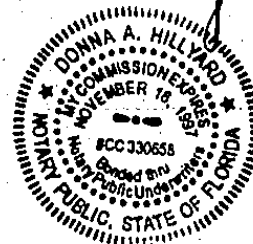
Joyce Fritz
Joyce Fritz
Incorporator

STATE OF Florida
COUNTY OF Collier

The foregoing instrument was acknowledged before me this 18th day of July, 1996 by Joyce Fritz, who is personally known to me or who has produced ~~as identification and who did/did not take an oath.~~

Donna A. Hillyard
Notary Public

DONNA A. Hillyard
Printed Name



ACCEPTANCE OF REGISTERED AGENT

FOR

FRITZ EQUITIES, INC.

I, Howard L. Crown, Esq., having signed herewith as registered agent of Fritz Equities, Inc., (the "Corporation") at the registered address of c/o Harter Secrest & Emery, 800 Laurel Oak Drive, Suite 400, Naples, Florida 33963, do hereby agree as registered agent to accept service of process, to keep an office of the Corporation open during the prescribed hours, and to post my name, and that any officer of the Corporation authorized to accept service of process at the above Florida designated address, in some conspicuous place in the office of the Corporation as required by law.


Howard L. Crown, Esq.
REGISTERED AGENT

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