P96000070334

8/22/96 FLORIDA DIVISION OF CORPORATIONS 3:32 PM
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TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: RUDEN, MCCLOSKY, SMITH, SCHUSTER & R
200 E BROWARD BLVD
PO BOX 1900
FT LAUDERDALE FL 33302-
CONTACT: ANNE MARIE LA FERLA
PHONE: (954) 527-6221
FAX: (954) 764-4996

(((H96000011774))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: D. FRANK PRODUCTS, INC.
FAX AUDIT NUMBER: H96000011774 CURRENT STATUS: REQUESTED
DATE REQUESTED: 08/22/1996 TIME REQUESTED: 15:32:13
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
NUMBER OF PAGES: 3 METHOD OF DELIVERY: FAX
ESTIMATED CHARGE: $122.50 ACCOUNT NUMBER: 076077000521

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TALLAHASSEE, FLORIDA

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96 AUG 22 PM 4:18
DIVISION OF CORPORATIONS

MC 8-23-96

H96000011774

ARTICLES OF INCORPORATION
OF
B. FRANK PRODUCTS, INC.

The undersigned incorporator does hereby make, subscribe, file and acknowledge these Articles of Incorporation for the purpose of organizing a corporation under the Florida Business Corporation Act.

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96 AUG 22 PM 4: 40
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TALLAHASSEE, FLORIDA

ARTICLE I
NAME OF CORPORATION

The name of this Corporation shall be:

B. Frank Products, Inc.

ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and the mailing address of this Corporation is c/o Harry B. Smith, 701 Brickell Avenue, Suite 1900, Miami, Florida 33131

ARTICLE III
AUTHORIZED SHARES

The total authorized capital stock of this Corporation shall consist of 10,000 shares of Common Stock, par value $.01 per share.

ARTICLE IV
ADDRESS OF REGISTERED OFFICE IN THIS STATE

The street address of the initial registered office of this Corporation in the State of Florida is 701 Brickell Avenue, Suite 1900, Miami, Florida 33131 and the initial registered agent of this Corporation at that address shall be Harry B. Smith.

Prepared by: Harry B. Smith, Esq., FL Bar #075261
Ruden McClosky, Et al, 700 Brickell Ave.
Miami, FL 33131
(305) 789-2700

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ARTICLE V

INCORPORATOR

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

Harry B. Smith
701 Brickell Avenue, Suite 1900
Miami, Florida 33131

IN WITNESS WHEREOF, I have hereunto subscribed my hand and seal this 22nd day of August, 1996.

Harry B. Smith, Incorporator

THE UNDERSIGNED, named as the registered agent in Article IV of these Articles of Incorporation, hereby accepts the appointment as such registered agent, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under, the Florida Business Corporation Act, including specifically Section 607.0505.

Harry B. Smith, Registered Agent

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TALLAHASSEE, FLORIDA

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Prepared by: Harry B. Smith, Esq., FL Bar #075261
Ruden McClosky, Et al, 700 Brickell Ave.
Miami, FL 33131
(305) 789-2700

MIA:37862:1

SENT BY:RUDEN MCCLOSK ;11-11-96 8:55AM ; 3854 ;# 1

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11/11/96 FLORIDA DIVISION OF CORPORATIONS 8:50 AM
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(((H96000015872 0)))

TO: DIVISION OF CORPORATIONS FAX #: (904)922-4000

FROM: RUDEN, MCCLOSKY, SMITH, SCHUSTER & RUSSELL, ACCT#: 076077000521
CONTACT: ANNE MARIE LA PERLA
PHONE: (954)527-6221 FAX #: (954)764-4996

NAME: B. FRANK PRODUCTS, INC.
AUDIT NUMBER......H96000015872
DOC TYPE..........REGISTERED AGENT RESIGNATION
CERT. OF STATUS..0 PAGES....... 2
CERT. COPIES......1 DEL.METHOD.. FAX
EST.CHARGE.. $140.00

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FILED
96 NOV 12 AM 10:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Colarares
Linda

H96000015872

RESIGNATION OF REGISTERED AGENT

I, Harry B. Smith, hereby tender my resignation as registered agent of B. Frank Products, Inc., a Florida corporation, Charter Number P96000070334. I also request that the registered address c/o Ruden McClosky, 701 Brickell Avenue, Suite 1900, Miami, Florida 33131, be discontinued as registered address of this corporation. I understand that the resignation and discontinuation of address will be effective on the 31st day after the date of the filing of this statement with the Secretary of State, and that a copy of the filed statement must be mailed to the corporation's principal address.

Harry B. Smith

Date: October 5, 1996

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96 NOV 12 AM 10:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Prepared by: Harry B. Smith, Esq., FL Bar #075261
Ruden McClosky, Et al, 700 Brickell Ave.
Miami, FL 33131
(305) 789-2700

H96000015872

FTL:160339:1

P96000070334

RUDEN, MCCLOSKY, SMITH, ET. AL.
Requestor's Name

215 SOUTH MONROE STREET - #815
Address

TALLAHASSEE, FL 32301 681-9027
City/State/Zip Phone #

100002075451--0
02/03/97--01021--023
*****35.00 *****35.00

Office Use Only

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

1. B. Frank Products, Inc. (Corporation Name) P96000070334 (Document #)
2. (Corporation Name) (Document #)
3. (Corporation Name) (Document #)
4. (Corporation Name) (Document #)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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- [ ] Will wait
- [ ] Photocopy
- [ ] Certificate of Status

NEW FILINGS	
	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of R.A., Officer/ Director
X	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

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OTHER FILINGS	
	Annual Report
	Fictitious Name
	Name Reservation

REGISTRATION/ QUALIFICATION	
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

RA Change 2-3-97

Examiner's Initials

CR2E031(1/95)

A

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 8, 1997

B. FRANK PRODUCTS, INC.
C/O HARRY B. SMITH
701 BRICKELL AVE., SUITE 1900
MIAMI, FL 33131

SUBJECT: B. FRANK PRODUCTS, INC.
Ref. Number: P96000070334

Our records indicate the registered agent for the above named corporation resigned on November 12, 1996 and that the corporation currently does not have a registered agent designated.

Chapter 607, Florida Statutes, requires this office to give 60 days notice of our intent to dissolve a corporation for failure to appoint and maintain a registered agent.

This letter is our notice of intent to dissolve the above named corporation 60 days from the date of this letter if a registered agent is not properly designated.

Enclosed is registered agent designation application for you to complete and return with a filing fee of $35.

If you should need any further information, please contact our office at (904)-487-6050.

Carol Mustain
Corporate Specialist

Florida Department of State, Sandra B. Mortham, Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT, OR BOTH

Pursuant to the provisions of Sections 607.0501 and 607.0502, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1) The name of the Corporation is: **B. FRANK PRODUCTS, INC.**

2) a) Principal address is: **701 Brickell Avenue, Suite 1900 Miami, Florida 33131**

b) Mailing address is: **701 Brickell Avenue, Suite 1900 Miami, Florida 33131**

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TALLAHASSEE, FLORIDA

3) Date of Incorporation: **August 22, 1996** Document Number: **P96000070434**

4) The name and address of the current registered agent and office is:

HARRY B. SMITH
701 Brickell Avenue, Suite 1900
Miami, Florida 33131

5) The name and address of the new registered agent and office (P.O. Box NOT Acceptable):

BERNARD FRANK
300 71st Street, Suite 435
Miami, Florida 33141

The address of its registered agent and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its Board of Directors of by an officer so authorized by the Board.

Dated January 22, 1997.

B. FRANK PRODUCTS, INC.,
a Florida corporation

By: Bernard Frank
Bernard Frank, President

DATE 1/22/97

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR B. FRANK PRODUCTS, INC., A FLORIDA CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

By: Bernard Frank
Bernard Frank

DATE 1/22/97

Filing Fee: $35.00