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FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: FILINGS, INC.

ACCT#: 072720000101

CONTACT: TERESA ROMAN PHONE: (904)385-6735  
(904)385-6761

FAX #:

NAME: FRANK & JO'S EXCELLENT ADVENTURE, INC. AUDIT NUMBER.....H97000005306  
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A. CERT. OF STATUS..0  
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ARTICLES OF INCORPORATION

OF

FRANK & JO'S EXCELLENT ADVENTURE, INC.

ARTICLE I  
NAME

The name of the corporation shall be: FRANK & JO'S EXCELLENT ADVENTURE, INC.

ARTICLE II  
PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 1128 E. Atlantic Ave., Delray Beach, FL 33483.

ARTICLE III  
DURATION

This corporation shall have perpetual existence.

ARTICLE IV  
PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE V  
CAPITAL STOCK

This corporation is authorized to issue 100 shares of One Dollar (\$1.00), par value common stock.

ARTICLE VI  
PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share

RONALD P. GLANTZ, ESQUIRE  
7951 S.W. Sixth Street  
Suite 200  
Plantation, FL 33324  
(954) 424-1200  
Fla. Bar No. 316407

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thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI  
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 7951 S.W. Sixth Street, Suite 200, Plantation, FL 33324 and the name of the initial registered agent of this corporation at that address is Ronald P. Glantz.

ARTICLE VII  
INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the directors of this corporation are:

JoAnn Regii, President/Treasurer  
1128 E. Atlantic Ave., Delray Beach, FL 33483

Frank Lewis, Vice-President/Secretary  
1128 E. Atlantic Ave., Delray Beach, FL 33483

ARTICLE VIII  
INCORPORATOR

The name and address of the Incorporator signing these Articles is: JoAnn Regii, 1128 E. Atlantic Ave., Delray Beach, FL 33483.

ARTICLE IX  
INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

**ARTICLE X  
AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporation has executed these Articles of Incorporation this 27 day of MARCH, 1997.

JoAnn Regii

STATE OF FLORIDA     )  
                              ) ss.  
COUNTY OF BROWARD    )

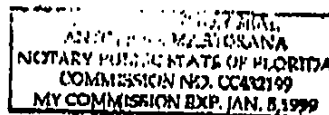
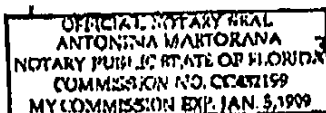
BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared JoAnn Regii who produced FLDL R20042165-514-D as identification and to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 27 day of March, 1997.

Antonina Martorana  
NOTARY PUBLIC, State of Florida

My Commission Expires:

(SEAL)



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

Pursuant to the provisions of section 607.0501, 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.

1. The name of the corporation is FRANK & JO'S EXCELLENT ADVENTURE, INC.
2. The name and address of the registered agent and office is:

RONALD P. GLANTZ, ESQUIRE  
7951 Southwest Sixth Street  
Suite 200  
Plantation, Florida 33324

SIGNATURE

R. Ann Regis  
Corporate Officer

TITLE:

President

DATE:

March 27, 1997

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

D. W. Hely

DATE

3/27/97

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