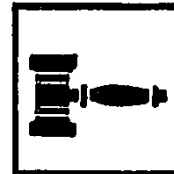


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Cocoa, Florida 32922

(407) 633-9353



Sept 23, _____, 19 97

Department of State
Division of Corporations
Corporate Records Bureau
P.O. Box 6327
Tallahassee, Florida 32301

EFFECTIVE DATE
1-98

Re: FRANSON INC.

Gentleman/Madam:

Enclosed is an original and one copy of Articles of Incorporation for the above named Corporation. In addition, a check in the sum of \$ 78.75 which represents the following:

FILING FEE & CERTIFICATE

Please file the original of the enclosed Articles of Incorporation and return the necessary paperwork to the undersigned.

Yours very truly,

Connie L. Embury
Connie L. Embury

000002305000--8

-09/26/97--01087--010

*****78.75 *****78.75

FILED
97 OCT -3 AM 8:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

nlc 10/3/97

EFFECTIVE DATE

1-1-98

ARTICLES OF INCORPORATION
OF
FRANSON INC.

The undersigned, INCORPORATOR, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I NAME

The name of the corporation shall be FRANSON INC.

The principal place of business of this corporation shall be:

1326 Canterbury Lane, Rockledge, Florida 32955.

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact 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 aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is:
One Hundred (100) shares at no par value.

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The names and street addresses of the initial officers and directors, if any, who shall hold office the first year of the corporation's existence or until their successor is elected, are:

FRANCINE J. KRIEGSMAN
1326 Canterbury Lane
Rockledge, Florida 32955

JASON D. KRIEGSMAN
1326 Canterbury Lane
Rockledge, Florida 32955

ARTICLE VI INCORPORATORS

The names and street addresses of the incorporators to these Articles of Incorporation are:

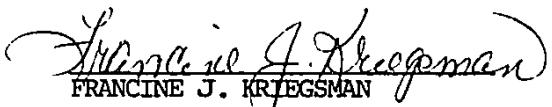
FRANCINE J. KRIEGSMAN
1326 Canterbury Lane
Rockledge, Florida 32955

JASON D. KRIEGSMAN
1326 Canterbury Lane
Rockledge, Florida 32955

ARTICLE VII COMMENCEMENT OF BUSINESS

This corporation shall commence doing business on January 1, 1998.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 23 day of Sept, 1997.


FRANCINE J. KRIEGSMAN
Incorporator


JASON D. KRIEGSMAN
Incorporator

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, 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: FRANSON INC.
2. The name and address of the registered agent and office is:
FRANCINE J. KRIEGSMAN, 1326 Canterbury Lane, Rockledge, Florida 32955.

Francine J. Kriegsmann
FRANCINE J. KRIEGSMAN
President
Title: _____
Date: 9/23/97

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED 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.

Francine J. Kriegsmann
FRANCINE J. KRIEGSMAN
Registered Agent:
Date: 9/23/97