

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P970000090693

RECEIVED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 OCT 22 AM 10:38

100002326471--5

-10/22/97--01003--014

****122.50 ****122.50

Franlord Worldwide
Distributors, Inc.

☒ Art of Inc. File _____

_____ LTD Partnership File _____

_____ Foreign Corp. File _____

_____ L.C. File _____

_____ Fictitious Name File _____

_____ Trade/Service Mark _____

_____ Merger File _____

_____ Art. of Amend. File _____

_____ RA Resignation _____

_____ Dissolution / Withdrawal _____

_____ Annual Report / Reinstatement _____

☒ _____ Cert. Copy _____

_____ Photo Copy _____

_____ Certificate of Good Standing _____

_____ Certificate of Status _____

_____ Certificate of Fictitious Name _____

_____ Corp Record Search _____

_____ Officer Search _____

_____ Fictitious Search _____

_____ Fictitious Owner Search _____

_____ Vehicle Search _____

_____ Driving Record _____

_____ UCC 1 or 3 File _____

_____ UCC 11 Search _____

_____ UCC 11 Retrieval _____

_____ Courier _____

Signature _____

Requested by: _____

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

RECEIVED
97 OCT 22 AM 9:31
DIVISION OF CORPORATIONS

RD

10.22.97

97 OCT 22 AM 10:38

ARTICLES OF INCORPORATION
OF
FRANLORD WORLDWIDE DISTRIBUTORS, INC.

The undersigned Incorporator, subscribing to these Articles of Incorporation, a natural person competent to contract, hereby forms a Corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the Corporation is: **FRANLORD WORLDWIDE DISTRIBUTORS, INC.**

ARTICLE II - NATURE OF BUSINESS

The Corporation may engage in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is 1000 shares of common stock each share having \$1.00 par value. The consideration to be paid for each share shall be fixed by the Board of Directors from time to time.

ARTICLE IV - INITIAL CAPITAL

The amount of capital with which this Corporation will begin business is \$200.00.

ARTICLE V - TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE VI - ADDRESS

The initial address of the principal office address and mailing address of the Corporation is: 16240 N.E. 13th Ave., North Miami Beach, FL 33162. The Board of Directors may, from time to time, move the principal office to any other location or address in the state of Florida.

ARTICLE VII - DIRECTORS

The Corporation initially shall have one Director. The number of Directors may be increased or decreased from time to time as may be provided in the By-laws adopted by the Board of Directors of the Corporation.

ARTICLE VIII - INITIAL DIRECTORS AND OFFICERS

The name and address of the Initial Board of Directors and Officers who shall hold office until their successors are elected and have qualified are:

GINA NG
16240 NE 13th Ave.
North Miami Beach, FL 33162

ARTICLE IX - INCORPORATOR AND INITIAL REGISTERED AGENT

The name and address of the Incorporator signing these Articles of Incorporation and the initial registered agent is:

GINA NG
16240 N.E. 13th Ave.
North Miami Beach, FL 33162

ARTICLE X - EFFECTIVE DATE

These Articles of Incorporation shall become effective upon their approval and acceptance for filing by the Secretary of State of the State of Florida.

ARTICLE XI - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors of the Corporation as may be proposed by them to the shareholders, and approved at a shareholders meeting by a majority of the shares entitled to vote thereon, unless all of the Directors and all of the Shareholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

ARTICLE XII - BY-LAWS

The Corporation shall adopt a set of By-Laws to govern the business and affairs of the Corporation. Wherever the By-Laws of the Corporation differ from or conflict with the provisions of these Articles of Incorporation, the provisions of these Articles of Incorporation shall govern.

IN WITNESS WHEREOF, I have hereunto set my hand, acknowledged and filed the foregoing Articles of Incorporation under the Laws of the State of Florida, this 10th day of October, 1997.

BY: *GINA NG*
GINA NG
16240 N.E. 13th Ave.
North Miami Beach, FL 33162

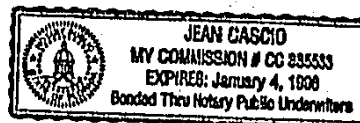
STATE OF FLORIDA)
COUNTY OF DADE)ss:
)

BEFORE ME, the undersigned authority, duly authorized to administer acknowledgements in the County and State last aforesaid, this day personally appeared, GINA NG, to me known to be the incorporator and the person who executed these Articles of Incorporation, as incorporator and who produced her Florida Driver's License as identification.

10th WITNESS my hand and official seal in the County and State last aforesaid this day of October, 1997.

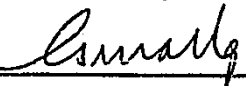
Jean Cascio
NOTARY PUBLIC

My commission expires. 1-4-98



ACCEPTANCE OF REGISTERED AGENT

Designation as initial agent for the foregoing Corporation is hereby acknowledged
and accepted this 10 day of October, 1997.



GINA NG
16240 N.E. 13th Ave.
North Miami Beach, FL 33162

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT 22 AM 10:38