

P98000002421

KEVIN BECHERT
3311 Northwest 18th Avenue
Oakland Park, Florida 33309
(954) 733-5321

January 5, 1998

Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Articles of Incorporation for THE RED-EYED TREE FROG COMPANY.

Dear sir or madam:

500002392025--4
-01/07/98--01017--033
***122.50 ***122.50

You will find enclosed for filing the following:

1. Articles of Incorporation for The Red-Eyed Tree Frog Company (original + 2 copies);
2. Check for \$122.50 payable to the Division of Corporations; and
3. Self addressed stamped envelope.

Please file the enclosed Articles of Incorporation and send me a Certificate of Incorporation in respect thereto in the enclosed self addressed stamped envelope.

If you should have any questions or further requirements concerning the above, please feel free to call me.

Sincerely,


KEVIN BECHERT

enclosures

FILED
98 JAN - 7 PM 12:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

me 1/9/98

ARTICLES OF INCORPORATION
OF
THE RED-EYED TREE FROG COMPANY

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, KEVIN BECHERT, being of legal age and authority, do hereby sign these presents for the purpose of forming a corporation under the laws of the State of Florida authorizing the formation of corporations.

ARTICLE I.

The name of the corporation shall be:

THE RED-EYED TREE FROG COMPANY

ARTICLE II.

The general nature of the business and the objects and purposes to be transacted and carried on are to do any and all lawful activity for which corporations may be organized under the laws of the United States, the State of Florida, or any other state, country, or territory or nation.

ARTICLE III.

The corporation shall have and may exercise all powers now or hereafter conferred by the laws of the State of Florida.

ARTICLE IV.

The maximum number of shares of capital that this corporation is authorized to have outstanding at one time is ONE HUNDRED (100) shares of common stock, each having a par value of ONE DOLLAR and 00/100 (\$1.00) per share.

ARTICLE V.

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE VI.

The amount of capital with which the corporation shall begin business shall not be less than one hundred dollars (\$100.00).

ARTICLE VII.

The initial address of the principal office of this corporation shall be 3311 N.W. 18th Avenue, Oakland Park, Florida 33309. The registered office address of this corporation shall be 3311 N.W. 18th Avenue, Oakland Park, Florida 33309, and the registered agent of the corporation at that address shall be Kevin Bechert. The Board of Directors may, from time to time, move the principal office and/or the registered office, and may change the registered agent and notify the Secretary of State of the same without need of any amendment to these Articles of Incorporation.

ARTICLE VIII.

The corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the By-Laws adopted by the shareholders of the corporation, but the number of directors of this corporation shall in no event be less than one. The name and street address of the members of the first Board of Directors are:

<u>Name</u>	<u>Address</u>
KEVIN BECHERT	3311 N.W. 18th Avenue Oakland Park, FL 33309

ARTICLE IX.

The name and address of the person signing these Articles of Incorporation as a Subscriber and the number of shares he has agreed to purchase are as follows:

<u>Name</u>	<u>Address</u>	<u>No. of Shares</u>
KEVIN BECHERT	3311 N.W. 18th Avenue Oakland Park, FL 33309	100

ARTICLE X.

Special provision for the regulation of the corporation are:

Section i. Every shareholder, upon the sale of any new issue of 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 (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

Section ii. The power to adopt, alter, amend, and/or repeal the By-Laws shall be reserved to the shareholders.

ARTICLE XI.

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by law, and all rights conferred herein upon the shareholders are granted subject to reservation. Each amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders meeting by a majority of the stock holders entitled to vote thereon.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 5 day of January, 1998, in Broward County, Florida.

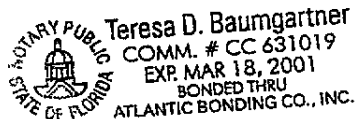
M. J. [Signature]
Witness
[Signature]
Witness

Kevin J. Bechert
KEVIN BECHERT Subscriber

State of Florida)
County of Broward)

I HEREBY CERTIFY that the foregoing instrument was acknowledged before me, a notary public in the State of Florida, in the County and State aforesaid, on this 5 day of January, 1998, by KEVIN BECHERT who is personally known to me or who has produced FLA D.L. as identification and who did take an oath.

My commission expires:



Teresa D. Baumgartner
Notary Public
Print: TERESA D. BAUMGARTNER
State of Florida at Large

ACCEPTANCE BY REGISTERED AGENT

Having been named the registered agent to accept service of process for the above-named corporation, at the place designated in these Articles of Incorporation, I hereby agree to act in the capacity and agree to comply with the provisions of all applicable statutes relative to keeping open said office.

Kevin J. Bechert 1-5-98
KEVIN BECHERT Date
Registered Agent

FILED
98 JAN - 7 PM 12: 48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA