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Jeannette M Killilea
 Accountant
 216 15th Ave SW
 Largo, FL 33770-7502

Address

City/State/Zip

Phone #

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 98 FEB -9 AM 7:57
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

Office Use Only

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

1. _____ (Corporation Name) _____ (Document #)
2. _____ (Corporation Name) _____ (Document #)
3. _____ (Corporation Name) _____ (Document #)
4. _____ (Corporation Name) _____ (Document #)

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

F. CHESSEY FEB 10 1998

Examiner's Initials

ARTICLES OF INCORPORATION
OF
FRAY, INC.

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TALLAHASSEE, FLORIDA

ARTICLE ONE

THE NAME OF THE CORPORATION IS FRAY, INC.

ARTICLE TWO

THE DURATION OF THE CORPORATION IS PERPETUAL.

ARTICLE THREE

THE NATURE OF THE BUSINESS AND THE OBJECTIVES AND PURPOSES PROPOSED TO BE TRANSACTED, PROMOTED, AND CARRIED ON, ARE TO ENGAGE IN ANY LAWFUL BUSINESS FOR WHICH CORPORATIONS MAY BE INCORPORATED UNDER THE FLORIDA GENERAL CORPORATION ACT.

ARTICLE FOUR

THE AGGREGATE NUMBER OF SHARES WHICH THE CORPORATION IS AUTHORIZED TO ISSUE IS FIVE HUNDRED (500) SHARES OF \$1.00 PER SHARE PER VALUE COMMON.

ARTICLE FIVE

THE STREET ADDRESS OF THE INITIAL REGISTERED AND PRINCIPAL OFFICE OF THE CORPORATION IS 4027 HARRISBURG ST. N E , ST. PETERSBURG, FL. 33703.

ARTICLE SIX

THE NUMBER OF DIRECTORS CONSTITUTING THE INITIAL BOARD OF DIRECTORS IS:

NAME	ADDRESS
WILLIAM D. FRAY III	4027 HARRISBURG ST. N E ST. PETERSBURG, FL. 33703

ARTICLE SEVEN

THE NAME AND STREET ADDRESS OF THE INCORPORATOR TO THESE ARTICLES OF INCORPORATION IS: WILLIAM D. FRAY III, 4027 HARRISBURG ST. NE, ST. PETERSBURG, FL. 33703.

IN WITNESS WHEREOF, THE UNDERSIGNED HAS HEREUNTO SET HIS HAND ON THIS 29th DAY OF, January 1998.

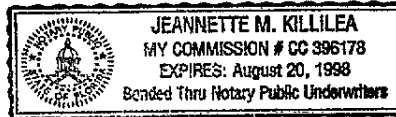
William D. Fray III
INCORPORATOR

STATE OF FLORIDA

COUNTY OF PINELLAS

THE FOREGOING INSTRUMENT WAS ACKNOWLEDGED BEFORE ME THIS 29th DAY OF January 1998 BY WILLIAM D. FRAY III.

Jeannette M. Killilea
NOTARY PUBLIC



MY COMMISSION EXPIRES: _____

CERTIFICATE OF DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN PURSUANCE OF CHAPTER 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED IN COMPLIANCE WITH SAID ACT:

THAT, FRAY, INC., DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL OFFICE, AS INDICATED IN THE ARTICLES OF INCORPORATION, IN THE CITY OF ST. PETERSBURG, STATE OF FLORIDA, HAS NAMED WILLIAM D. FRAY III, 4027 HARRISBURG ST., N E, CITY OF ST. PETERSBURG, COUNTY OF PINELLAS, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITH THE STATE.

ACKNOWLEDGEMENT:

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT PLACE DESIGNATED IN THE CERTIFICATE, I HEREBY ACCEPT TO ACT IN THIS CAPACITY, AND AGREE TO COMPLY WITH THE PROVISION OF SAID ACT, RELATIVE TO KEEPING OPEN SAID OFFICE.

BY: William D. Fray
REGISTERED AGENT

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