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FLORIDA DIVISION OF CORPORATIONS

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FROM: RITA SALCINES
075350000406
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ACCT#:

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NAME: FRANCOIS GROUP, INC.
AUDIT NUMBER.....H98000012712
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
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ARTICLES OF INCORPORATION
OF
FRANCOIS GROUP, INC.

98 JUL 10 AM 11:24

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE ONE:

The name of this corporation is: **FRANCOIS GROUP, INC.**

ARTICLE TWO:

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act of the State of Florida.

ARTICLE THREE:

The aggregate number of shares which this corporation shall have authority to issue is **ONE THOUSAND (1,000) shares of common stock, ONE (\$1.00) DOLLAR par value, shall be designated as "Common Shares"**.

ARTICLE FOUR:

Shareholders of this corporation shall have full preemptive rights to acquire unissued or treasury shares of the corporation.

ARTICLE FIVE:

The street address of the initial principal office of this corporation is:

**915 N.W. 1 AVENUE - #T604
MIAMI, FLORIDA 33136**

and the name and address of the Registered Agent of this corporation is:

**URICK JEAN FRANCOIS
915 NW 1 AVENUE - #T604
MIAMI, FLORIDA 33136**

ARTICLE SIX:

This corporation shall have one (1) director to constitute its initial Board of Directors. The number of directors of the corporation may subsequently be increased or decreased from time to time according to the By-Laws of the corporation, but shall never be less than one (1). The name and address of the initial director of this corporation is:

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This document prepared by Rita
Salcines (305) 443-1872
2827 SW 18 St, Miami, Fl 33145

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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: **FRANCOIS GROUP, INC.**
- 2. The name and address of the registered agent and office is:

**URICK JEAN FRANCOIS
 915 N.W. 1 AVENUE - #1604
 MIAMI, FLORIDA 33136**

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THESE ARTICLES, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISION 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: *Urick Jean Francois*

Date: July 9, 1998

SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

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