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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: FRAN CORPORATION

AUDIT NUMBER.....H98000016961

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....1

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION 98 SEP 11 PM 12: 56

OF SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s) for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of incorporation.

ARTICLE I NAME

The name of the corporation shall be: Fran Corporation

The principle place of business of this corporation shall be: 9401 NW 106th Street
Suite 106
Miami, FL 33178

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or lawfull 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 par value that this corporation is authorized to have outstanding at any one time is:.....(500)
Shares of common stock, having par value of:.....(\$ 1.00) each.

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is (are) elected, is (are):

<u>NAME (S)</u>	<u>TITLE(S)</u>	<u>ADDRESS (ES)</u>
Ok Jo Lee	President/ Secretary	14351 SW 71st Lane Miami, FL 33183

Sandy H. Cho, CPA
2750 NW 3rd AVE #9
Miami, FL 33127
(305) 576-4434

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ARTICLES VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these articles of incorporation is (are):

NAME(S)


ADDRESS (ES)

Ok Jo Lee

14351 SW 71st Lane
Miami, FL 33183

IN WITNESS WHEREOF, the undersigned incorporator(s) has have executed these Articles of Incorporation this 10th day of September, 19 98.

Signature(s) of incorporator(s)



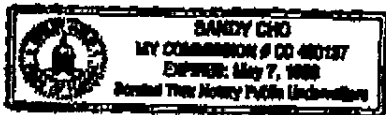
STATE OF FLORIDA

COUNTY OF _____ Dade


THE FOREGOING instrument was acknowledged and sworn to before me this 10th day of September, 19 98, by Ok Jo Lee
(Name of incorporator)

of Fran Corporation

(Name of Corporation)



(SEAL)



Notary Public State of FL
at large.

My Commission Expires: May 7, 1999

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**CERTIFICATE DESIGNATING
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.

The name of the corporation is: Fran Corporation

The name and address of the registered agent and office is:

Sandy H. Cho
2750 NW 3rd Avenue #19
(P.O. BOX NOT ACCEPTABLE)
Miami, FL 33127
(CITY/STATE/ZIP)

SIGNATURE [Signature]
(Corporate Officer)

TITLE President

DATE Sept. 10, 1998

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 THE STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE [Signature]
(Registered Agent)

DATE Sept. 10, 1998

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