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TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-07/08/99--01064--019
*****87.50 *****87.50

SUBJECT: FRAMEWORK RESOURCES, Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

EFFECTIVE DATE
7-5-99

FROM: WALT BATANSKY
Name (Printed or typed)

805 GROVE PARK AVE.
Address

TAMPA, FL 33609
City, State & Zip

813-254-1919 x102
Daytime Telephone number

FILED
99 JUL -8 AM 7:51
SECRETARY OF STATE
TALLAHASSEE FLORIDA

NOTE: Please provide the original and one copy of the articles.

CB
7-5-99

**ARTICLES OF INCORPORATION
OF
FRAMEWORK RESOURCES, INC.**

EFFECTIVE DATE
7-5-99

These Articles of Incorporation ("Articles") of Framework Resources, Inc. is done in accordance with the requirements of Florida Business Corporation Act for the purpose of forming a corporation. The following Articles of Incorporation are hereby adopted:

ARTICLE I - NAME

The name of this Corporation is FRAMEWORK RESOURCES, INC., and its address is 805 Grove Park Avenue, Tampa Florida 33609.

ARTICLE II - DURATION

This Corporation shall have perpetual existence commencing on July 5, 1999.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

The total number of shares of all classes of capital stock which the corporation shall have authority to issue is (a) One Hundred Thousand (100,000) shares of Common Stock of \$.01 per share ("Common Stock") and (ii) Ten (10) shares of non-voting preferred stock, having a par value of \$.01 per share ("Voting Preferred Stock"). All preferred stock shall be issued in a single series, shall be non-voting and shall be subject to such rights, designations and preferences as shall be determined by the Corporation's Board of Director's in its sole discretion.

ARTICLE V - REGISTERED OFFICE AND AGENT

The name of the registered agent of this Corporation is Walt Batansky, and his address is 805 Grove Park Avenue, Tampa Florida 33609.

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ARTICLE VI - BOARD OF DIRECTORS

The corporation shall have at least one director, but the number of Directors may be increased or decreased from time to time by the By-Laws. The sole director of the corporation presently is:

NAME

ADDRESS

Walt Batansky

805 Grove Park Avenue, Tampa Florida 33609

ARTICLE VII - BY-LAWS

The By-Laws of this Corporation may be adopted, altered, amended or repealed by either the Shareholders or Directors of the Corporation.

ARTICLE VIII - INDEMNIFICATION


This Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the fullest extent permitted by law. A director shall, in the performance of his duties, be fully protected in relying in good faith upon the records of the Corporation and upon such information, opinions, reports or statements presented to the Corporation by any of the Corporation's officers or employees, or committees of the Board of Directors, or by any other person as to matters the director reasonably believes are within such other person's professional or expert competence and who has been selected with reasonable care by or on behalf of the Corporation.

To the fullest extent permitted by the General Corporation Law of the State of Florida, as the same exists or may hereafter be amended, a Director of the Corporation shall not be liable to the Corporation or its stockholders for monetary damages for a breach of fiduciary duty as a Director, except (i) for any breach of the Director's duty of loyalty to the Corporation or its stockholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, or (iii) for any transaction from which the director derived an improper personal benefit. Any repeal or modification of this Article VIII shall not adversely affect any right or protection of a Director of the Corporation existing at the time of such repeal or modification.

ARTICLE IX - AMENDMENT OR REPEAL

The Corporation reserves the right to amend, alter, or repeal any other provision contained in these Amended and Restated Articles in the manner now or hereafter prescribed by statute, and all rights of stockholders herein are subject to this reservation, except to the extent that such right may be expressly amended in any certificate designating the rights and preferences of the Preferred Stock.

IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles, this 5 day of July, 1999.




Walt Batansky, President

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE AMENDED ARTICLES, THE UNDERSIGNED CORPORATION HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF ITS DUTIES.

DATED THIS 5 DAY OF July, 1999.

By 

Walt Batansky, President

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