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FROM: EMPIRE CORPORATE KIT COMPANY ACCT#: 072450003255
CONTACT: RAY STORMONT
PHONE: (305)541-3694 FAX #: (305)541-3770

NAME: YCL DEVELOPMENT, INC.
AUDIT NUMBER.....H98000002147
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
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ARTICLES OF INCORPORATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I. NAME

The name of the corporation shall be:

YCL Development, Inc.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1250 E. Hallandale Beach Blvd. Suite #409
Hallandale, Florida 33009

ARTICLE III. SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

one hundred (100)

ARTICLE IV. INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Lawrence S. Tolchinsky, Esq.
1250 East Hallandale Beach Blvd. Suite #409
Hallandale, Florida 33009

Prepared by:
LAWRENCE S. TOLCHINSKY, Esq. (954) 458-8655
FLORIDA BAR #021997
1250 E. HALLANDALE BEACH BLVD. SUITE #409
HALLANDALE, FLORIDA 33009

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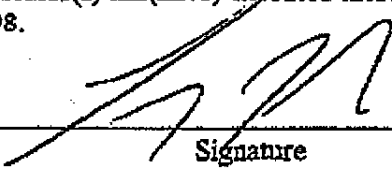
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ARTICLE V INCORPORATOR(S)

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

Lawrence S. Tolchinsky, Esq.
1250 E. Hallandale Beach Blvd. Suite #409
Hallandale, Florida 33009

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this 2nd day of January, 1998.



Signature

Prepared by:
LAWRENCE S. TOLCHINSKY, Esq.
FLORIDA BAR #021997
1250 E. HALLANDALE BEACH BLVD. SUITE #409
HALLANDALE, FLORIDA 33009

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, 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.

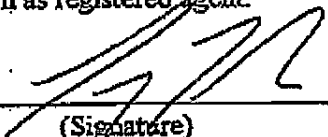
1. The name of the corporation is:

YCL Development, Inc.

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

Lawrence S. Tolchinsky, Esq.
1250 East Hallandale Beach Blvd. Suite #409
Hallandale, Florida 33009

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions 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)

2/2/98
(Date)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Prepared by:
LAWRENCE S. TOLCHINSKY, Esq.
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