

F96000002893

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: YOUNG & ASSOCIATES, INC.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

JAN STIMMEL 300001802933
(Name of Person) -05/01/96--01037--006
DAN DE GEUS, CPA, APC *****10.00 *****70.00
(Firm/Company)
427 RIDGE STREET, SUITE C W96-9344
(Address)
RENO, NV 89501
(City/State/Zip)

Should you need to call someone concerning this matter, please call:

JAN STIMMEL at (702) 324-1950
(Name of Person) (Area Code & Daytime Telephone Number)

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DIVISION OF CORPORATIONS

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

NAME CONFIRMED
G 24462



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 2, 1996

JAN STIMMEL
DAN DE GEUS, CPA, APC
427 RIDGE ST., STE. C
RENO, NV 89501

SUBJECT: YOUNG & ASSOCIATES, INC.
Ref. Number: W96000009344

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We have received your document for YOUNG & ASSOCIATES, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 796A00021196

RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned Jeffrey D. Young, do hereby certify
(Name)

that this Resolution of the Board of Directors of Young & Associates, Inc.

(Corporate Name)

a corporation duly organized and existing under the laws of the State of Nevada,

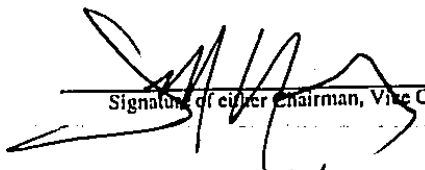
was duly adopted on May 28, 1996.

Be it resolved, that Young & Associates, Inc.,
(Corporate Name)

organized and existing in the State of Nevada, hereby adopts the name

Young & Associates, Inc. of Nevada for use in Florida.

Dated: 05-28-96



Signature of either Chairman, Vice Chairman or any officer

JEFF YOUNG

Type or print name

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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TO TRANSACT BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE
STATE OF FLORIDA:**

1. YOUNG & ASSOCIATES, INC.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. NEVADA
(State or country under the law of which it is incorporated)
3. 88-0346539
(FEI number, if applicable)
4. 8-9-95
(Date of Incorporation)
5. PERPETUAL
(Duration: Year corp. will cease to exist or "perpetual")
6. 1-1-96
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. _____
427 RIDGE STREET, SUITE C, RENO, NV 89501
(Current mailing address)
8. PROFESSIONAL LEGAL SERVICES
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. **Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)**

Name: JEFF YOUNG

Office Address: 3710 Longship
Tampa, FL, Florida, _____
(Zip Code)

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10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: JEFFREY D. YOUNG

Address: 13560 FIELD CREEK LANE, RENO, NV 89511

Vice President: JEFFREY D. YOUNG

Address: SAME

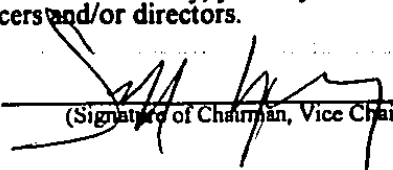
Secretary: JEFFREY D. YOUNG

Address: SAME

Treasurer: JEFFREY D. YOUNG

Address: SAME

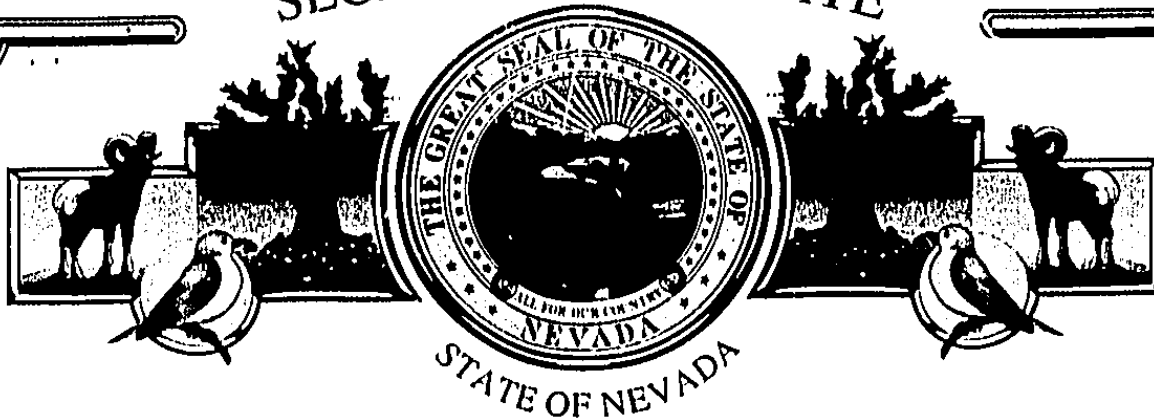
NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. JEFFREY D. YOUNG, PRESIDENT
(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE



CERTIFICATE OF CORPORATE EXISTENCE (EXCLUDING AMENDMENTS)

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to corporations organized under the laws thereof; and am the proper officer to execute this certificate.

I further certify that, at the date of this certificate, **YOUNG & ASSOCIATES, INC.** is a corporation duly organized and existing under and by virtue of the laws of the State of Nevada, and is in good standing in this State.

IN WITNESS WHEREOF, I have hereunto set my hand
and affixed the Great Seal of State, at my office, in
Carson City, Nevada, on April 16, 1996.



Dean Heller

Secretary of State

By

Rick Jones

Certification Clerk

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