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GREGORY J. GORE, P.A.
ATTORNEY AT LAW

709 WASHINGTON ST. • SUITE A • P.O. BOX 780384 • SEBASTIAN, FLORIDA 32978-0384
(561) 589-0055 FAX: (561) 388-3208

December 22, 1998

Secretary of State
Corporate Division
The Capitol
Tallahassee, Florida 32304

RE: Young Nation, Inc.

Gentlemen,

I am enclosing herewith an original and a copy of the Articles of Incorporation for the above-named corporation. In addition, a check in the sum of \$122.50, is enclosed which represents the following fees:

Filing Fee	\$ 35.00
Certified Copy	52.50
Registered Agent Fee	35.00
Total	\$122.50

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-12/28/98--01098--021
122.50 **78.75

Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Your prompt attention in this matter would be appreciated.

Very truly yours,

By
Signed in Mr. Gore's
Absence to Avoid Delay
Gregory J. Gore

GJG:dmg
pc: Mr. Kevin Oberbeck

~~W98-29254~~
Dmc
12/30/98

~~126~~

FILED
99 JAN 19 AM 8:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

GREGORY J. GORE, P.A.
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January 13, 1999

Secretary of State
Corporate Division
Attn: Doris McDuffie
The Capitol
Tallahassee, Florida 32304

RE: Young Nation, Inc.

Dear Ms. McDuffie,

Enclosed please find Articles of Incorporation and copy together with letter from your office. Please process accordingly. Thank you for your cooperation regarding this matter.

Very truly yours,

Signed in Mr. Gore's
Absence to Avoid Delay

By _____
Gregory J. Gore

GJG:dmg
pc: Mr. Kevin Oberbeck



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

December 30, 1998

GREGORY J. GORE, ESQ.
ATTORNEY AT LAW
P.O. BOX 780384
SEBASTIAN, FL 32978-0384

SUBJECT: YOUNG NATION, INC.
Ref. Number: W98000029254

We have received your document for YOUNG NATION, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

Please return the original and one copy of 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 (850) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 998A00061089

ARTICLES OF INCORPORATION
OF
YOUNG NATION, INC.

A FLORIDA NOT FOR PROFIT
CORPORATION

FILED

99 JAN 19 AM 8:56

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporators of a corporation pursuant to Chapter 617, Florida Statutes, adopt the following Articles of Incorporation for such corporation:

ARTICLE I - NAME

The name of this Corporation shall be YOUNG NATION, INC.

The principal address of the corporation at the time of incorporation is 2101 14TH Ave., Ste. A, Vero Beach, FL 32960.

ARTICLE II - ENABLING LAW

This corporation is organized pursuant to the Florida Not For Profit Corporation Act, set forth in Chapter 617 of the Florida Statutes.

ARTICLE III - DURATION

The duration of this corporation is perpetual unless dissolved according to law.

Corporate existence shall commence the date these articles of incorporation are filed by the Department of State, State of Florida.

ARTICLE IV - PURPOSES

The purposes for which YOUNG NATION, INC. is organized are:

A. To advance the interests and promote the general welfare of American citizens between the ages of 18 and 39.

B. To identify ways of increasing communication among members of this age group in order to establish a sense of community and

common purpose so that social, physical, economic and intellectual needs of this segment of society may be met.

C. The Association intends to devote its energies to furthering educational, scientific and philanthropic objectives in relation to a position of such younger adults in a changing society.

ARTICLE V - POWERS

The powers of the corporation shall be as enumerated in the Florida Not For Profit Corporation Act (Section 617.021, Florida Statutes) and shall include, but not limited to, the following:

A. To receive property by devise or bequest, subject to the laws regulating the transfer of property by will, and to otherwise acquire and hold all property, real or personal, including securities of other corporations.

B. To act as trustee under any trust incidental to the principal objects of the association, and to receive, hold, administer, and expend funds and property subject to such trust or trusts.

C. To convey, exchange, lease, mortgage, encumber, transfer upon trust or otherwise dispose of all property, real or personal.

D. To borrow money, contract debts, issue bonds, notes and debentures, and secure the payment or performance of its obligations.

E. To do all other acts necessary or expedient for the administration of the affairs and attainment of the purposes of the association.

ARTICLE VI - QUALIFICATION AND
ADMISSION OF MEMBERS

The powers, duties, and privileges of the members of the corporation, and the manner of their admission, shall be such as are specified in the bylaws of the corporation. All provisions in these Articles of Incorporation, or in the bylaws of the corporation, for the bylaw and conduct of the affairs of the corporation and the qualifications for membership in the corporation are expressly intended to be in furtherance, and not in limitation or exclusion, of the powers conferred by statute.

ARTICLE VII - INTERESTED DIRECTORS OR OFFICERS

No contract or other transaction between the corporation and any other firm, association, or corporation shall be affected or invalidated by reason of the fact that any one or more of the directors or officers of the corporation, is or are interested in, or is a member, director, or officer, or are members, directors, or officers, of such other firm or corporation. Any director or officer, individually or jointly, may be a party or parties to, or may be interested in, any contract or transaction of this corporation or in which this corporation is interested, and no contract, act, or transaction of this corporation with any person or persons, firm, association, or corporation shall be affected or invalidated by reason of the fact that any director or directors or officer or officers of this corporation is a party or are parties to, or interested in, such contract, act, or transaction, or in any way connected with such person or persons, firm, association, or corporation. Each person who may become a director or officer of this corporation is relieved from any liability that might

otherwise exist from contracting with this corporation for his or her benefit or for the benefit of any firm, association, or corporation in which he or she may be in any way interested.

ARTICLE VIII - REGISTERED OFFICE
AND REGISTERED AGENT

The street address of the corporation's initial registered office is 2101 14TH Ave., Ste. A, Vero Beach, FL 32960, and the name of the corporation's initial registered agent at such address is Christine A. Oberbeck.

ARTICLE IX - FIRST BOARD OF DIRECTORS

The following 3 persons shall serve the corporation as directors until the first annual meeting or other meeting called to elect directors:

Kevin C. Oberbeck	2101 14 th Ave., Ste. A, Vero Beach, FL 32960
Christine A. Oberbeck	2101 14 th Ave., Ste. A, Vero Beach, FL 32960
Gregory J. Gore	709 Washington St., Sebastian, FL 32958.

ARTICLE X - BASIS UNDER WHICH
CORPORATION ORGANIZED

This corporation is organized under a non-stock basis.

ARTICLE XI - INCORPORATORS

The name and address of each incorporator are as follows:

Kevin C. Oberbeck	2101 14 th Ave., Ste. A, Vero Beach, FL 32960
Christine A. Oberbeck	2101 14 th Ave., Ste. A, Vero Beach, FL 32960

ARTICLE XII - BY LAWS

Bylaws will be adopted at the first meeting of the board of

directors. Such bylaws may be amended, repealed, in whole or in part, by the directors in the manner provided in the bylaws. Any amendments to the bylaws shall be binding on all members of this corporation. The method of electing directors shall be stated in the bylaws.

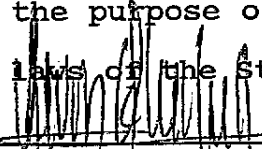
ARTICLE XIII - AMENDMENT OF ARTICLES

Amendments to these articles of incorporation may be proposed by a resolution adopted by the board of directors and presented to a quorum of the voting members for their vote. Amendments may be adopted by a vote of two thirds (2/3) of a quorum of the voting members of the corporation.


ARTICLE XIV - DISTRIBUTION ON DISSOLUTION

In the event of dissolution, the residual assets of the corporation will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) or 170(c)(2) of the Internal Revenue Code of 1986 or corresponding sections of such code as subsequently amended, or to the federal, state or local government to be used exclusively for public purposes.

IN WITNESS WHEREOF, as the undersigned incorporators have hereunto set our hands and seal this 14th day of December, 1998, for the purpose of forming this Corporation not for profit under the laws of the State of Florida.



KEVIN C. OBERBECK

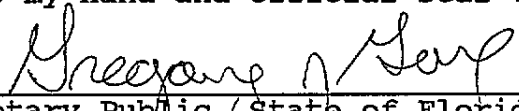


CHRISTINE A. OBERBECK

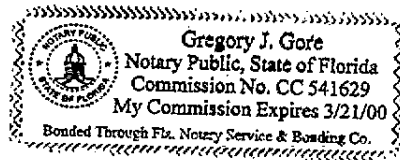
STATE OF FLORIDA
COUNTY OF INDIAN RIVER

I HEREBY CERTIFY that on this day, before me, an officer authorized to take acknowledgments in the aforesaid State and County, personally appeared KEVIN C. OBERBECK and CHRISTINE A. OBERBECK to me known to be the person who executed the foregoing instrument, and they acknowledged before me that they executed the same. KEVIN C. OBERBECK and CHRISTINE A. OBERBECK are personally known to me and did not take an oath.

WITNESS my hand and official seal this 14th day of December, 1998.



Notary Public, State of Florida
My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON
WHO PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES
THE FOLLOWING IS SUBMITTED:

FIRST -- THAT--
YOUNG NATION, INC.
(NAME OF CORPORATION)

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE
OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF
VERO BEACH STATE OF FLORIDA, HAS NAMED

CHRISTINE A. OBERBECK
(NAME OF REGISTERED AGENT)

LOCATED AT 2101 14th Ave., Ste. A, Vero Beach, FL 32960
(STREET ADDRESS AND NUMBER OF BUILDING,
POST OFFICE BOX ADDRESSES ARE NOT ACCEPTABLE)

CITY OF Vero Beach, STATE OF FLORIDA, AS ITS
AGENT TO

ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE [Signature]
(CORPORATE OFFICER)

TITLE PRESIDENT

DATE: 12-14-98

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 ALL STATUTES
RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY
DUTIES.

SIGNATURE [Signature]
CHRISTINE A. OBERBECK

DATE: 12-14-98

FILED
99 JAN 19 AM 8:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA