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Florida Department of State
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From: Account Name : EMPIRE CORPORATE KIT COMPANY
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TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

~~Yankee Investments, Inc.~~

Yankee Land Development, Inc.

Certificate of Status	0
Certified Copy	1
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**FLORIDA DEPARTMENT OF STATE****Katherine Harris**
Secretary of State

August 30, 2000

EMPIRE

SUBJECT: YANKEE INVESTMENTS, INC.
REF: W00000021271

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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Adding "of Florida" or "Florida" to the end of a name is not acceptable.

THE CONFLICT IS YANKEE INVESTMENTS, INC. DOC #K99282.

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Becky McKnight
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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

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ARTICLES OF INCORPORATION
OF

YANKEE LAND DEVELOPMENT, INC.

These Articles are in compliance with Chapter 607,

Article I

The name of this corporation shall be:

YANKEE LAND DEVELOPMENT, INC.

Article II

This corporation shall commence existence upon the date of filing with the Division of Corporations, state of Florida, and shall have perpetual existence.

Article III

The principal place of business and mailing address of this corporation shall be: 1819 MAIN STREET, SUITE 500
SARASOTA, FL 34236

Article IV

The general nature of business of this corporation is to transact any and all lawful business.

Article V

The number of shares which this corporation shall have authority to issue are 100 shares of common stock having no individual par value.

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

PREPARED BY: RAY STORMONT, EMPIRE CORPORATE KIT COMPANY,
1492 WEST FLAGLER STREET, #200, MIAMI, FL 33135, (305) 541-3694

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Article VI

The name and street address of the initial Registered Agent of this corporation shall be: JOHN A. YANCHEK
1819 MAIN STREET, SUITE 500
SARASOTA, FL 34236

Article VII

The initial board of Directors shall consist of a total of 1 person(s) and the name and address of the person(s) who are to serve as an initial director(s):

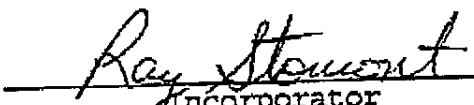
JOHN A. YANCHEK
DIR./ PRES.

1819 MAIN STREET, SUITE 500
SARASOTA, FL 34236

The name and address of the incorporator executing these Articles of Incorporation is:

EMPIRE CORPORATE KIT OF AMERICA, INC.
1492 WEST FLAGLER STREET #200
MIAMI, FL 33135

The undersigned has executed these Articles of Incorporation this 30th day of AUGUST, 2000.

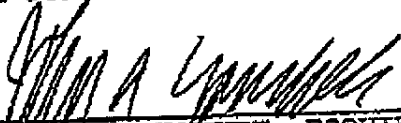

Incorporator
Ray Stormont, President
Signing for
Empire Corporate Kit of America, Inc.

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, 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.


JOHN A. YANCHEK, ESQUIRE
REGISTERED AGENT

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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