

TRANSMITTAL LETTER
P010000074910

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

FILED
01 JUL 30 AM 9:03
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

SUBJECT: Y+Y Group, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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

RECEIVED
01 JUL 30 AM 11:22
DIVISION OF CORPORATIONS

☒ \$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

FROM: F. PHILIP BLANK
Name (Printed or typed)

204 SOUTH MONROE STREET
Address

TALLAHASSEE, FL, 32302-3068
City, State & Zip

(850)681-6710
Daytime Telephone number

600004508106--8
-07/31/01--01002--016
*****87.50 *****87.50

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

J. BRYAN JUL 31 2001

ARTICLES OF INCORPORATION

OF

Y and Y Group, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporator hereby files these Articles of Incorporation in order to form a Corporation under the laws of the State of Florida, effective upon filing with the Florida Secretary of State.

ARTICLE I.
Name and Principal Office

The name of this Corporation shall be Y and Y Group, Inc. The principal place of business and mailing address of this Corporation is 9067 Shoal Creek Drive, Tallahassee, Florida 32312.

ARTICLE II.
Nature of Business

The Corporation is organized for the purpose of engaging in any or all activity or business permitted under the laws of the United States of America and the State of Florida.

ARTICLE III.
Stock

The authorized capital stock of this Corporation shall consist of 500 shares of common stock with a par value of \$1.00 per share. The stock of the Corporation shall be issued for such consideration as may be determined by the Board of Directors but not less than par value. Shareholders may enter into agreements with the Corporation or with each other to control or restrict the transfer of stock and such agreements may take the form of options, rights of first refusal, buy and sell agreements, or any other lawful form of agreements.

**ARTICLE IV.
Powers**

This Corporation shall have all the corporate powers enumerated in the Florida Business Corporation Act.

**ARTICLE V.
Incorporators**

The name and street address of the Incorporator of this Corporation is as follows:

F. Philip Blank
204 South Monroe Street
Tallahassee, Florida 32302-3068

ARTICLE VI.

Term of Corporate Existence

This Corporation shall exist perpetually unless dissolved according to law.

ARTICLE VII.

Address of Registered Office and Registered Agent

The street address of the initial Registered Office of this Corporation in the State of Florida shall be 204 South Monroe Street, Tallahassee, Florida, 32302-3068. The name of the initial Registered Agent of the Corporation at the above address shall be F. Philip Blank. The Board of Directors may from time to time change the Registered Office to any other address in the State of Florida or change the Registered Agent.

**ARTICLE VIII.
Number of Directors**

This Corporation shall have at least one Director. The number of Directors may be increased or decreased from time to time in accordance with the By-Laws adopted by the Shareholders.

**ARTICLE IX.
Initial Board of Directors**

The initial Board of Directors shall consist of two people. The name and street address of the initial Board of Directors of this Corporation who shall hold office until the first annual meeting of the Shareholders and thereafter until his successors are elected are as follows:

Jung Lee
9067 Shoal Creek Drive
Tallahassee, Florida 32312

Mi Jin Lee
9067 Shoal Creek Drive
Tallahassee, Florida 32312

**ARTICLE X.
Officers**

The Corporation shall have a president, secretary and a treasurer and may have additional and assistant officers including, without limitation thereto, one or more vice-presidents, assistant secretaries and assistant treasurers. A person may hold more than one office. The name and address of the initial officers are as follows:

President/Director:	Jung Lee
Secretary/Treasurer:	Mi Jin Lee

ARTICLE XI.
Transactions In Which Directors
Or Officers Are Interested

(a) No contract or other transaction between the Corporation and one or more of its Directors or officers or between the Corporation and any other Corporation, firm, or entity in which one or more of the Corporation's Directors or officers are Directors or officers or have a financial interest shall be void or voidable solely because of such relationship or interest or solely because such Director or Directors or officer or officers is present at or participates in the meeting of the Board of Directors or a committee thereof which authorizes, approves, or ratifies such contract or transaction or solely because his or their votes are counted for such purpose, if:

(1) The fact of such relationship or interest is disclosed or known to the Board of Directors or the committee which authorizes, approves, or ratifies the contract or transaction by a vote or consent sufficient for the purpose without counting the votes or consents of such interested Director or Directors; or

(2) The fact of such relationship or interest is disclosed or known to the Shareholders entitled to vote thereon and they authorize, approve, or ratify such contract or transaction by vote or written consent; or

(3) The contract or transaction is fair and reasonable as to the Corporation at the time it is authorized by the Board of Directors, a committee thereof, or the Shareholders.

(b) Common or interested Directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or of a committee thereof which authorizes, approves, or ratifies such contract or transaction.


ARTICLE XII.
Financial Information

The Corporation shall be required to prepare and provide financial information as requested by its shareholders.

ARTICLE XIII.
Amendment

These Articles of Incorporation may be amended only by: (a) a majority affirmative vote of the holders of all of the shares of the Corporation issued, outstanding, and entitled to vote, or (b) as otherwise allowed by law. All rights conferred upon Shareholders hereunder are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned, being the original subscribing Incorporator to the foregoing Articles of Incorporation, has executed these Articles of Incorporation on this 30th day of July, 2001.




F. Philip Blank
Incorporator

**CERTIFICATE DESIGNATING REGISTERED AGENT
AND REGISTERED OFFICE**

In compliance with Florida Statutes, Sections 48.091 and 607.0501, the following is submitted:

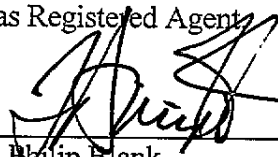
Y and Y Group, Inc., desiring to organize as a corporation under the laws of the state of Florida, has designated 204 South Monroe Street, Florida, 32301, as its initial registered office and has named F. Philip Blank, located at said address, as its initial Registered Agent effective this 30th day of July, 2001.



F. Philip Blank
Incorporator

Dated as of July __, 2001.

Having been named Registered Agent and to accept service of process Y and Y Group, Inc., at the place designated in this certificate, the undersigned hereby accepts said appointment and agrees to act in this capacity effective July 30, 2001. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties and is familiar with and accepts the obligations of its position as Registered Agent.



F. Philip Blank
Registered Agent
Dated July 30, 2001.

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