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Roy C. Skelton, Esq.

Attorney at Law

326 N. Belcher Road
Clearwater, Florida 33765

(727) 791-8810

FAX (727) 447-5774

May 10, 2002

Mrs. Katherine Harris
Secretary of State
Division of Corporations
The Capitol
P.O. Box 6327
Tallahassee, Fl. 32301

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*****70.00 *****70.00

In re: The Yale Group, Inc.

Dear Mrs. Harris:

Enclosed please find an original and one copy of Articles of Incorporation with regard to the above referenced corporation, together with my check in the amount of \$70.00 to cover your filing fees. Please record and file same with your office. I do not require a certified copy. Please forward the proper paperwork to 326 N. Belcher Road, Clearwater, Fl. 33765.

Thank you for your attention to this matter.

Very truly yours,

Roy C. Skelton
Roy C. Skelton

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 MAY 15 AM 9:14

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ARTICLES OF INCORPORATION

OF

THE YALE GROUP, INC.

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is:

THE YALE GROUP, INC.

ARTICLE II - NATURE OF BUSINESS

This corporation is organized for the purpose of transacting any and all lawful business. The main purpose of this corporation is to engage in every phase and aspect of real estate investments.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock to be issued by this corporation shall be 100 shares at \$1.00 value per share.

ARTICLE IV- TERM OF EXISTENCE

The terms of which said corporation shall exist shall be perpetual, unless sooner dissolved by law.

ARTICLE V - INITIAL CAPITAL

The initial capital with which this corporation will begin business is not less than Five Hundred Dollars (\$500.00).

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ARTICLE VI - ADDRESS

The post office address of the principal place of business of the corporation is 326 N. Belcher Road, Clearwater, Florida

ARTICLE VII - DIRECTORS

The corporation shall be commenced by a Board of Directors of not less than one in number. The names and addresses of the first Board of Directors, who, subject to this Charter, the by-laws of the corporation and the laws of the State of Florida, shall hold office for the first year of the corporation's existence or until an election is held by the stockholders, are:

<u>NAME</u>	<u>ADDRESS</u>
Richard Mosley	326 N. Belcher Road Clearwater, Fl., 33765

ARTICLE VIII - INCORPORATORS

The name and address of each incorporator is: _

<u>NAME</u>	<u>ADDRESS</u>
Richard Mosley	326 N. Belcher Road Clearwater, Fl., 33765

ARTICLE IX - REGISTERED OFFICE AND AGENT

The registered office and agent for the corporation is:

<u>OFFICE</u>	<u>AGENT</u>
326 Belcher Rd., Clearwater, Florida	Roy C. Skelton

ARTICLE X - SUB CHAPTER S

The corporation elects under Section 1372(a) to have a taxable status under Sub Chapter S of the Internal Revenue Code.

ARTICLE XI - AMENDMENT TO ARTICLES OF INCORPORATION

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

ARTICLE XII - MISCELLANEOUS PROVISIONS

It is the intention of the incorporators of this corporation that the first Board of Directors adopt a plan under Section 1244 of the Internal Revenue Code allowing a limited ordinary loss to individuals for loss on stock of a Small Business Corporation which qualifies under the code.

IN WITNESS WHEREOF, the parties hereto have hereunto set their hands and seals this 10th day of May, 2002.

WITNESSES:

[Signature]

[Signature]
Richard Mosley

[Signature]

STATE OF FLORIDA
COUNTY OF PINELLAS

Before me, the undersigned authority, personally appeared Richard Mosley, to me well known to be the person described in and who executed the foregoing Articles of Incorporation and he stated before me that he executed same freely and voluntarily for the uses and purposes therein expressed.

WITNESS my hand and official seal this 10th day of May, 2002.



Donna Marie Skelton
Notary Public

ACCEPTANCE

Having been named to act as Registered Agent for service of process in the foregoing Articles of Incorporation, I hereby agree to act in such capacity and to keep this office open pursuant to the provisions of the Florida General Corporation Act.

DATED; 5/10, 2002

Roy C. Skelton
ROY C. SKELTON
Registered Agent

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 MAY 15 AM 9:14