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Florida Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

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-09/19/02--01003--004  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: Y and Y Group, Inc.

Dear Sir or Madam:

Enclosed please find the original and a photocopy of the Articles of Incorporation of Y and Y Group, Inc. along with a check for \$ 78.75.

Please call me at (850) 681-6710, extension 107 when these have been filed and our copy is ready to be picked up.

If you have any questions, please feel free to call me.

Sincerely,



Susan E. Wilhelm

Enclosures

cc: Mi Jin Lee

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
02 SEP 23 PM 12:45

J. SMITH SEP 23 2002



FLORIDA DEPARTMENT OF STATE

Jim Smith  
Secretary of State

September 19, 2002

BLANK, MEENAN & SMITH, P.A.

SUBJECT: Y AND Y GROUP, INC.  
Ref. Number: W02000027349

We have received your document for Y AND Y GROUP, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

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) 245-6927.

Tracy Smith  
Document Specialist  
New Filing Section

Letter Number: 602A00053519

**ARTICLES OF INCORPORATION  
OF  
Y and Y Group, Inc.**

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 of the Corporation**

The name of this Corporation shall be Y and Y Group, Inc.

**ARTICLE II.  
Principal Office**

The principal place of business and mailing address of this Corporation is 9067 Shoal Creek Drive, Tallahassee, FL 32312.

**ARTICLE III.  
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 IV.  
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.

02 SEP 23 PM 12:45  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

**ARTICLE V.**  
**Initial Officers and Board of Directors**

This Corporation shall have a president, secretary and 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 names and addresses of the initial officers are as follows:

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

The initial Board of Directors shall consist of one person. 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:

Mi Jin Lee  
9067 Shoal Creek Drive  
Tallahassee, Florida 32312

**ARTICLE VI.**  
**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, 32301-1840. 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 VII.**  
**Incorporators**

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

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

**ARTICLE VIII.**  
**Powers**

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

**ARTICLE IX.**  
**Term of Corporate Existence**

This Corporation shall exist perpetually unless dissolved according to law.

**ARTICLE X.**  
**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 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 \_\_\_\_\_ day of September, 2002.

  
\_\_\_\_\_  
**F. Philip Blank**  
Incorporator

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

Pursuant to the provisions of Section 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the Corporation is:

Y and Y Group, Inc.

2. The name and address of the registered agent and office is:

F. Philip Blank

(Name)

204 S. Monroe Street


(P.O. Box **NOT** acceptable)

Tallahassee, FL 32301-1820

(City/State/Zip)

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*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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.*

  
\_\_\_\_\_  
Signature

09-23-02  
Date

CR2E064(2/00)