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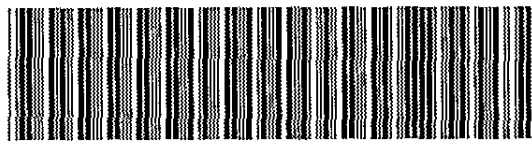
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11/25/02--01038--018 \*\*78.75

EFFECTIVE DATE  
11-16-02

FILED  
02 NOV 25 AM 10:46  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

# BOGUE ASSOCIATES

ACCOUNTING, CONSULTING AND TAXES

Division of Bogues International Incorporated

Andrée M. Bogues, Independent Public Accountant

1520 Tenth Avenue North, Suite E, Lake Worth

Telephone 561. 969-3004 : 588-8788

Telefax 800. FAX-1522 : 585-1522

20 November 2002

EU 076357336 US  
~~EU 468290210 US~~  
USPS OVERNIGHT MAIL

Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

Regarding: Proposed "Yatz Int'l Inc.", Corporate Charter

Dear Sir/Madam:

Please find enclosed "Articles of Incorporation" in duplicate, prepared for the above noted proposed Corporation, for due process of registration with your offices.

The appropriate fees of \$78.75 are attached. The documents are to be effective on the eighteenth day of November, 2002.

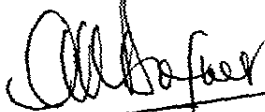
We appreciate your expediting the enclosed and respectfully request return of the certificate and certified copies of Articles directly to us on behalf of our client.

Should you have any questions or require any further information in the above regard, please do not hesitate to call.

Thanking you in advance for your kind attention.

Sincerely,

BOGUE ASSOCIATES



Andrée M. Bogues  
for the Firm

:Enclosures

MAILING ADDRESS: P. O. BOX 5358, LAKE WORTH, FLORIDA 33466-5358

ARTICLES OF INCORPORATION  
OF

YATZ INT'L INC.

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02 NOV 25 AM 10:47  
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TALLAHASSEE FLORIDA

The Undersigned Subscriber,

a natural person acting as Incorporator for the purposes of forming a corporation  
under the Florida General Corporation Act, hereby adopts the following *Articles of Incorporation*:

~ ~ ~ ~ ~

Article One - Name

The name of the corporation shall be: YATZ INT'L INC.

EFFECTIVE DATE  
11-18-02

Article Two - Duration

The term of existence of this Corporate Charter shall be perpetual and shall commence effective  
on the *eighteenth* day of the month of *November*, in the year *Two Thousand Two*.

Article Three - Purpose

The purpose for which this Corporation is organized is to engage in and transact any and all  
lawful business for which corporations may be permitted under the laws of the State of Florida  
and in all other States and Countries.

Article Four - Capital Stock

There shall be only one class of stock.

The maximum number of shares of authorized capital stock of this Corporation shall be Ten  
Thousand, (10,000) shares of common stock having a par value of One Dollar (\$1.00) per share.  
Only one hundred (100) shares of common stock shall be issued at this time.

Every shareholder, upon the sale for cash of any new stock of this Corporation, shall have the  
pre-emptive right to purchase his pro-rata share thereof (as nearly as may be done without the  
issuance of fractional shares) at the price at which it is offered to others.

**C E R T I F I C A T E**  
**DESIGNATING PLACE OF BUSINESS**  
**OR DOMICILE FOR THE SERVICE**  
**OF PROCESS WITHIN THE STATE**  
**OF FLORIDA, NAMING AGENT UPON**  
**WHOM PROCESS MAY BE SERVED.**

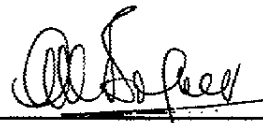
Persuant to the provisions of Chapter 607, Section 607.0501, Florida Statutes, the following statement is submitted in compliance with said Act, designating the Registered Office and Registered Agent, within the State of Florida:

THAT Yatz Int'l Inc.,  
organized under the laws of the State of Florida, with its principal place of  
business located in the County of Palm Beach, as noted herein these Articles of  
Incorporation,  
HAS NAMED Bogue Associates, located in the County of Palm Beach,  
as its agent to accept service of process within said State.

HAVING BEEN NAMED as registered agent and to accept service of process for the  
above stated Corporation at the place designated within these documents, 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.

I AM FAMILIAR WITH and accept the obligations of my position as registered agent:



for Bogue Associates, Registered Agent  
Division of Bogue International Incorporated

SUBSCRIBED TO BEFORE ME, this 18<sup>th</sup> day of the month of November, A.D., 2002.

  
Witness, as to Registered Agent

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FLORIDA

Article Five - Principal Office

The address of the initial principal office of this Corporation shall be:  
P. O. Box 541814, Lake Worth, Florida 33454

Article Six - Registered Office

The street address of the initial registered office of this Corporation shall be:  
1520 Tenth Avenue North, Suite E  
Lake Worth, Florida 33460  
and the name of the initial registered agent at that address is: Bogue Associates.

Article Seven - Directors

The Board of Directors of this Corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time by bylaws as adopted by the shareholders, but shall never be less than one (1).

Initial Board of Directors - Name and address:  
Deyanath Yathali, P. O. Box 541814, Lake Worth, Florida 33454

Article Eight - Incorporator

The name and address of the Incorporator signing these Articles of Incorporation is:  
Deyanath Yathali, P. O. Box 541814, Lake Worth, Florida 33454

IN WITNESS WHEREOF

I have subscribed my name this eighteenth day of the month of November, A.D., 2002.

  
\_\_\_\_\_  
Deyanath Yathali                      Incorporator

SUBSCRIBED TO BEFORE ME, this eighteenth day of the month of November A.D., 2002.

  
\_\_\_\_\_  
Witness, as to Incorporator