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To:
Division of Corporations
Fax Number : (850) 205-0381

From:
Account Name : HUBCO
Account Number : 104662003400
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FLORIDA PROFIT CORPORATION OR P.A.

YProspect Inc.

Certificate of Status	1
Certified Copy	0
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

YProspect Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

YProspect Inc.

**4163 Dunraven Lane
Jacksonville, FL 32223**

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1,000 Shares at \$1.00 Par Value

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

**David Berry
4163 Dunraven Lane
Jacksonville, FL 32223**

Prepared By:
**Bruce B. Hubbard
77 East John St.
Hicksville, New York 11801
1-516-935-3940**

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ARTICLES V INITIAL OFFICER(S)/DIRECTOR(S)

The name(s) and street address(es) and title(s) to these Articles of Incorporation is(are):

David K. Berry - President
4163 Dunraven Lane
Jacksonville, FL 32223

Heather D. Berry - Vice President
4163 Dunraven Lane
Jacksonville, FL 32223

ARTICLES VI INCORPORATOR(S)

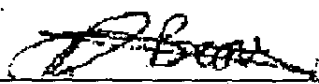
The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

David K. Berry
4163 Dunraven Lane
Jacksonville, FL 32223

Heather D. Berry
4163 Dunraven Lane
Jacksonville, FL 32223

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

20th day of January, 2003.



David K. Berry - Signature



Heather D. Berry - Signature

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN THE DESIGNATING THE REGISTERED OFFICE/AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: **YProspect Inc.**

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

David K. Berry

Name

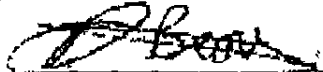
4163 Dunraven Lane

(P.O. Box or Mail Drop Box NOT Acceptable)

Jacksonville, FL 32223

(City / State / Zip)

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 the statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.


David K. Berry
SIGNATURE

January 20, 2003

(Date)

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