

P95000065521

YOUTOPIA, INC.

1903 Michigan Ave.
Miami Beach, FL 33139
Tel: (305) 674 7887 Fax: (305) 674 7888

FILED

95 AUG 12 AM 10:29

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

500001561205
-08/15/95--01108--015
****122.50 ****122.50

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

August 12, 1995

Re: YOUTopia, Inc

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$122.50 for the cost of the filing fees, certified copy of Articles of Incorporation and fee for Registered Agent Designation for the above named corporation YOUTopia, Inc.

Please file these papers effective today August 12, 1995 at exactly 6:45 AM.

Please return the certified copy in the stamped envelope provided. Also, please call me if there is any question or problem in regard to this incorporation or being incorporated at exactly 6:45 AM, as this is very important to me.

Thank you.

Yours truly,

Robert A. Riley
Robert A. Riley

Enclosures

W95-16579

Robert A. Riley GAVE
AUTHORIZATION BY PHONE TO
CORRECT Corp. Name
DATE 8-24-95
DOC. EXAM 3114

HA
8-24



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

August 16, 1995

ROBERT A. RILEY
1663 MICHIGAN AVENUE
MIAMI BEACH, FL 33139

SUBJECT: YOUTOPIA, INC.
Ref. Number: W95000016579

We have received your document for YOUTOPIA, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date must be contained within the Articles of Incorporation. A request on the transmittal letter is not acceptable.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return 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 (904) 487-6927.

Kathy Hyman
Document Specialist

Letter Number: 895A00038523

ARTICLES OF INCORPORATION
OF
YUTOPIA INTERNATIONAL, INC.

FILED

95 AUG 12 AM 10:29

SECRET
STATE
FLORIDA

The undersigned subscriber to these Articles of Incorporation, natural person contract, hereby forms a corporation under the laws of the State of Florida effective the 12th day of August, 1995 at 6:45 A.M..

ARTICLE I - CORPORATE NAME

The name of the corporation is:

YUTOPIA INTERNATIONAL, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue Five Hundred shares (500) of One Dollar (\$1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME: Robert A. Riley
ADDRESS: 1663 Michigan Avenue
CITY: Miami Beach Florida 33139

The principal office, if known, or the mailing address of the corporation is:

NAME: Robert A. Riley
ADDRESS: 1663 Michigan Avenue
CITY: Miami Beach Florida 33139

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial director of the corporation is as follows:

NAME: Robert A. Riley
ADDRESS: 1663 Michigan Avenue
CITY: Miami Beach Florida 33139

ARTICLE VII - INCORPORATORS

The name and address of the incorporator signing these Articles of Incorporation is as follows:

NAME: Robert A. Riley
ADDRESS: 1663 Michigan Avenue
CITY: Miami Beach Florida 33139

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 12th day of August, 1995 at 6:45 AM.

Robert A. Riley (seal)
Robert A. Riley

STATE OF FLORIDA)
COUNTY OF DATE) SS

before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared:

Robert A. Riley
Robert A. Riley

Fla Driver's Lic. R400-761-52-284-0 also birth certificate

Form of Identification

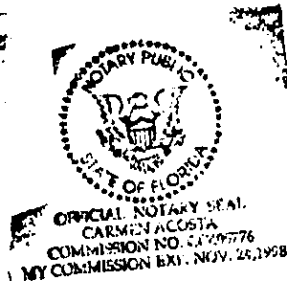
known to me and known to be the person who executed the foregoing Articles of Incorporation, who acknowledged before me that he executed these Articles of Incorporation, that I relied upon the Florida Driver's License and Birth Certificate of the above named Robert A. Riley, and that an oath was not taken.

NOTARY RUBBER STAMP SEAL

Witness my hand and official seal in the County and State last aforesaid this 12th day of August, 1995.

[Signature]
Notary Signature

CARMEN ACOSTA
Printed Notary Signature



**CERTIFICATE AND ACKNOWLEDGMENT
OF REGISTERED AGENT**

**CERTIFICATE OF REGISTERED AGENT
OF**

YOUtopia International, Inc.

FILED

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**SECRET
TALLAHASSEE, FLORIDA**

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted: The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at 1863 Michigan Avenue, Miami Beach, Florida 33139 has named Robert A. Riley located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.

Robert A. Riley

(registered agent)