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2/14/96

FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY  
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STATE OF FLORIDA  
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MALLAHUSSEE, FL 32550  
CONTACT: RAY STORMONT  
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NAME: J & W Y MANAGEMENT CORPORATION  
FAX AUDIT NUMBER: H98000002158  
DATE REQUESTED: 02/14/1996  
CERTIFIED COPIES: 1  
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DIVISION OF CORPORATIONS

*[Handwritten signature]*  
2/15

ARTHUR E. TUTTUE  
1441 N.W. N. RIVER DR.  
MIAMI, FL 33125  
(305) 524-0680  
FL-PAL NO. 032406

**CERTIFICATE OF INCORPORATION**

**-OF-**

**J & W Y MANAGEMENT CORPORATION**

I, the undersigned, for the purposes of forming a corporation under the Laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, rights, privileges, and immunities of Corporations for Profit.

**ARTICLE ONE**

The Name of the Corporation shall be **J & W Y MANAGEMENT CORPORATION.**

**ARTICLE TWO**

The Corporation may engage in any activity or business permitted under the Laws of the State of Florida and the United States.

**ARTICLE THREE**

The Corporation is authorized to have 500 shares of stock at a Par Value of \$1.00 per share, outstanding.

**ARTICLE FOUR**

The Amount of Capital that which the Corporation shall begin business with shall not be less than FIVE HUNDRED DOLLARS.

**ARTICLE FIVE**

The Corporation shall have perpetual existence.

**ARTICLE SIX**

The registered office and principal place of business for this corporation shall be 1441 N.W. North River Drive, Miami, FL 33125.

**ARTICLE SEVEN**

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The number of Directors shall not be less than ONE.

ARTICLE EIGHT

The Name and Post Office address of the first Board of Directors, who are subject to the provisions of the Certificate of Incorporation and by-laws of the Corporation Laws of the State of Florida, shall hold office for the First Year of the corporation's existence, or until the successors are elected and have qualified, are: JOSEPH YANEE, 1441 N.W. North River Drive, Miami, FL 33125.

ARTICLE NINE

The Name and Address of the Subscriber to the Certificate of Incorporation is: JOSEPH YANEE, 1441 N.W. North River Drive, Miami, FL 33125.

ARTICLE TEN

The Registered Agent for said Corporation is: JOSEPH YANEE, 1441 N.W. North River Drive, Miami, FL 33125.

ARTICLE ELEVEN

The Corporation shall have all the rights and powers as Set Forth in the Florida Statutes, applicable to Corporations for Profit.

I, THE UNDERSIGNED, being the original Subscriber to the Capital Stock hereinabove named for the purpose of Forming a Corporation for Profit to do business, both with and without the State of Florida, do hereby make, subscribe, acknowledge, and file this certificate, hereby declaring that the facts herein stated are true, and have hereunto set my hand and seal this 14<sup>th</sup> day of February, 1996.

  
JOSEPH YANEE

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**CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR DOMICILE  
FOR SERVICE OF PROCESS WITHIN THE STATE, MAKING AGENT UPON WHOM  
PROCESS MAY BE SERVED.**

In pursuance of Chapter 607.34 Florida Statutes, the following  
is submitted, in compliance with said Act:

First-That J & W Y MANAGEMENT CORPORATION desiring to organize  
under the laws of the State of Florida with its principal office,  
as indicated in the articles of incorporation at Miami, County of  
Dade, State of Florida has named JOSEPH YANEE, located at 1441 N.W.  
North River Drive, Miami, FL 33125, County of Dade, State of  
Florida, as its agent to accept service of process within this  
state.

**ACKNOWLEDGEMENT:**

Having been named to accept service of process for the above  
stated corporation, at place designated in this certificate. I  
hereby accept to act in this capacity, and agree to comply with the  
provision of said Act relative to keeping open said office.

By: *Joseph Yane*

JOSEPH YANEE  
Registered Agent

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TALLAHASSEE, FLORIDA

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Prepared by:

ARTHUR E. HUTTGE  
Attorney at Law  
Florida Bar No.: 038406  
1441 N.W. North River Drive  
Miami, Florida 33125  
TEL: (305) 324-0630

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