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01/19/96 23:11 301 67 110 CORPORATIONS PAGE 01

5/1/96  
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TO: DIVISION OF CORPORATIONS  
DEPARTMENT OF STATE  
STATE OF FLORIDA  
400 EAST GAINES STREET  
TALLAHASSEE, FL 32399  
FAX: (904) 922-4000

FROM: CORPORATE CREATIONS INTERNATIONAL IN  
401 OCEAN DR  
SUITE 312  
MIAMI BEACH FL 33139-0000  
CONTACT: JOHNNY C RODRIGUEZ  
PHONE: (305) 672-0080  
FAX: (305) 672-0110

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DIVISION OF CORPORATIONS

*A 5/14*

H96000006807

Articles of Incorporation  
of  
Yellow Cab Studio Inc.

Article I. Name

The name of this Florida corporation is:  
Yellow Cab Studio Inc.

Article II. Address

The mailing address of the Corporation is:  
Yellow Cab Studio Inc.  
2128 NE 123rd Street  
North Miami FL 33181

Article III. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:  
Corporate Creations Enterprises, Inc.  
4521 PGA Boulevard, Suite 211  
Palm Beach Gardens FL 33418

Article V. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation.

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Corporate Creations International Inc.  
401 Ocean Drive • Suite 312 • Door Code #125  
Miami Beach FL 33139-6829  
(305) 672-0686

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The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law. The name of each initial member of the Corporation's Board of Directors is:

Debra L. Kent

Article VI. Incorporator

The name and address of the incorporator is:

Corporate Creations International Inc.  
401 Ocean Drive • Suite 312 • Door Code #125  
Miami Beach FL 33139-6629

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective May 14, 1996

The authorized representative of the incorporator executed these Articles of Incorporation on May 14, 1996

Corporate Creations International Inc.

By: 

Johnny C. Rodriguez Vice President

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Corporate Creations International Inc.  
401 Ocean Drive • Suite 312 • Door Code #125  
Miami Beach FL 33139-6629  
(305) 672-0686

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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT AND REGISTERED OFFICE**

**CORPORATION:**  
**Yellow Cab Studio Inc.**

**REGISTERED AGENT:**  
**Corporate Creations Enterprises, Inc.**  
**4521 PGA Boulevard, Suite 211**  
**Palm Beach Gardens FL 33418**

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

  
**Corporate Creations Enterprises, Inc.**  
**Johnny C. Rodriguez, Vice President**

**Date: 5/14/96**

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**TALLAHASSEE, FLORIDA**

**Corporate Creations International Inc.**  
**401 Ocean Drive • Suite 312 • Door Code #125**  
**Miami Beach FL 33139-6629**  
**(305) 672-0686**

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09/24/1996

305 672-9110

CORPORATE CREATIONS

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TO: DIVISION OF CORPORATIONS FAX #: (904) 922-4000  
FROM: CORPORATE CREATIONS INTERNATIONAL INC. ACCT#: 073171003004  
CONTACT: JONHAY C RODRIGUEZ  
PHONE: (305) 672-0686 FAX #: (305) 672-9110

NAME: YELLOW CAB STUDIO INC  
AUDIT NUMBER: H96000013363  
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Corporations ✓

Lynnda



FLORIDA DEPARTMENT OF STATE  
Sandra B. Morham  
Secretary of State

904 922 4000

September 24, 1996

YELLOW CAB STUDIO INC.  
2128 N.E. 123RD ST.  
NORTH MIAMI, FL 33181

SUBJECT: YELLOW CAB STUDIO INC.  
REF: PP6000041195

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Linda Stitt  
Corporate Specialist

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## Articles of Amendment

### Article I. Name

The name of this Florida corporation is Yellow Cab Studio Inc. (the "Corporation"):

### Article II. Amendment

The Articles of Incorporation of the Corporation are amended so that the name of the Corporation is changed from Yellow Cab Studio Inc. to Yes, Credit Solutions Inc.

The Articles of Incorporation of the Corporation are also amended so that the name of the Director listed in Article V is deleted in its entirety and replaced with the following:

Ron Laufer

### Article III. Date Amendment Adopted

The amendment set forth in these Articles of Amendment was adopted on August 26, 1996.

### Article IV. Shareholder Approval of Amendment

The amendment set forth in these Articles of Amendment was proposed by the Corporation's Board of Directors and approved by the shareholders by a vote sufficient for approval of the amendment.

An authorized representative of the Corporation executed these Articles of Amendment on September 24, 1996.

Yellow Cab Studio Inc.

By: X Ron Laufer  
Ron Laufer  
Its: President

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