

EVAN JAY BYER
ATTORNEY AT LAW
1999 NORTHEAST 150TH STREET, SUITE 102
NORTH MIAMI, FLORIDA 33181

TELEPHONE (305) 942-1044

August 2, 1999

SECRETARY OF STATE
DIVISION OF CORPORATIONS
THE CAPITOL
TALLAHASSEE, FLORIDA 32304

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+++122.50 +++122.50

RE: Articles of Incorporation of YMS CORPORATION

Dear Sir or Madam:

Enclosed is an original plus copy of the Articles of Incorporation of YMS CORPORATION, plus my check no. 1774 in the sum of \$122.50. Please return the copy stamped, along with the certificate, at your earliest convenience.

Thank you for your cooperation in this matter.

Very truly yours,


EVAN JAY BYER

EJB/ssn
Encs.

FILED
96 AUG 21 PM 1:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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82194



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 8, 1996

EVAN JAY BYER, ESQUIRE
1999 NORTHEAST 150TH STREET
SUITE 102
NORTH MIAMI, FL 33181

SUBJECT: YMS CORPORATION
Ref. Number: W96000016597

We have received your document for YMS CORPORATION 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 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) 487-6933.

Dana Calloway
Document Specialist

Letter Number: 196A00037861

EVAN JAY BYER
ATTORNEY AT LAW
1999 NORTHEAST 150TH STREET, SUITE 102
NORTH MIAMI, FLORIDA 33181
TELEPHONE (305) 947-4044

FILED
96 AUG 21 PM 1:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

August 2, 1996

SECRETARY OF STATE
DIVISION OF CORPORATIONS
THE CAPITOL
TALLAHASSEE, FLORIDA 32304

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Very truly yours,


EVAN JAY BYER

EJB/sbl
Encs.

New Name -
SPALTER CORPORATION

Thank you -
EJB

08-14-96

ARTICLES OF INCORPORATION OF SPALTER CORPORATION

96 AUG 20 1996
FILED
STATE
OF FLORIDA
CLERK OF THE COURT

The undersigned, a subscriber to these Articles of Incorporation, a natural person competent to contract, hereby prescribes these Articles for the formation of a corporation pursuant to the laws of the State of Florida.

- ARTICLE I : The name of the corporation shall be : SPALTER CORPORATION.
- ARTICLE II : The corporation shall engage in any activity or business permitted under the laws of the State of Florida.
- ARTICLE III : The corporation shall be organized to have a maximum of 1000 shares of stock outstanding. The shares shall have a par value of \$1.00 (one dollar) per share.
- ARTICLE IV : The name of the resident agent and address of the registered office and principal office are:
YITZCHOK SPALTER 1123 N.E. 163RD STREET NORTH MIAMI BEACH, FLORIDA 33162.
- ARTICLE V : The corporation shall have one director. The number of directors may be increased from time to time by by-laws adopted by the shareholders.
- ARTICLE VI : The amount of capital with which the corporation shall commence business shall be not less than five hundred dollars.
- ARTICLE VII : The corporation shall exist perpetually.
- ARTICLE VIII : The name and address of the first board of directors is:
YITZCHOK SPALTER 1123 N.E. 163RD STREET NORTH MIAMI BEACH, FLORIDA 33162.
- ARTICLE IX : The name and address of the subscriber to these Articles of Incorporation and the number of shares he/she has agreed to take is:
YITZCHOK SPALTER 1123 N.E. 163RD STREET NORTH MIAMI BEACH, FLORIDA 33162 500 shares.
- ARTICLE X : These Articles of Incorporation may be amended in any manner provided by law.

[Signature]
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SUBSCRIBER

STATE OF FLORIDA COUNTY OF DADE

BEFORE ME, the undersigned authority, personally appeared YITZCHOK SPALTER, who is/are personally known to me or who has/have produced Identification and did take an oath, and who executed the foregoing Articles of Incorporation for the purposes therein.

My commission expires:

[Signature]
NOTARY PUBLIC
Printed name: EVAN JAY BYER
DESIGNATION OF REGISTERED AGENT
OFFICIAL NOTARY SEAL
NOTARY PUBLIC, STATE OF FLORIDA
COMMISSION NO. CC358038
MY COMMISSION EXPIRES APR. 20, 1998

SPALTER CORPORATION, a corporation desiring to organize or qualify under the laws of the State of Florida with its principal place of business in the City of , State of Florida, YITZCHOK SPALTER, 1123 N.E. 163RD STREET NORTH MIAMI BEACH, FLORIDA, 33162, as its agent to accept service of process.

[Signature] 8/14/96
CORPORATE OFFICER TITLE DATE

I agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as Resident Agent.

[Signature] 8/14/96
RESIDENT AGENT DATE