

904-922-3709 12/18/98 09:21 Fl. Dept. of State
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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
PHONE: (305)599-0839

ACCT#: 071001002335

FAX #: (305)716-0346

NAME: YZG CORPORATION

AUDIT NUMBER.....H96000017459

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..1

PAGES..... 3

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15:02

NO.163 002

14-822-3709

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

December 13, 1996

FAS-T CORP.

SUBJECT: YCG CORPORATION
REF: W96000026259

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

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.

CONFLICTS WITH YCG, INC., H48478, FILED 03/21/85, JACKSONVILLE, FL

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

FAX Aud. #: H96000017459
Letter Number: 596A00055791

H96000017459

ARTICLES OF INCORPORATION**ARTICLE I****NAME**

The name of this Corporation is: YZG CORPORATION

The mailing address is: 7441 WAYNE AVE #122, MIAMI BEACH FL 33141

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ARTICLE II**DURATION**

This Corporation shall have perpetual existence, unless dissolved according to law.

ARTICLE III**PURPOSE**

This Corporation is organized for the purpose of transacting any or all business for which Corporations may be incorporated under Florida General Corporations Act.

ARTICLE IV**CAPITAL STOCK**

This Corporation is authorized to issue: Five Hundred (500) shares 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 office of this Corporation is
7441 WAYNE AVE #122, MIAMI BEACH FL 33141

and the name of the initial registered agent of this Corporation at that address is:

MICHAEL GUEDES

7441 WAYNE AVE #122

MIAMI BEACH FL 33141

Prepared by: LATIN AMERICAN 2000

1165 W. 49th St.
Hialeah, FL 33012
(305) 826-0286

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ARTICLE VI
INITIAL BOARD OF DIRECTORS

This Corporation shall have (1) ONE 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. The name and address of the initial director of this Corporation is:

MICHAEL GUEDES
7441 WAYNE AVE #122
MIAMI BEACH FL 33141

ARTICLE VII
INDEMNIFICATION

To the full extent permitted by law, the Corporation shall indemnify each person made or threatened to be made a party to any threatened, pending or completed action suit, or proceeding, wheather civil, criminal, administrative or investigative (including, one in the right of the Corporation to procure a judgement in ins favor) by reason of the fact that he or his testator or intestate, is or was a director, officer, employee or agent of the Corporation or served any other Corporation, partnership, joint venture, trust, or other enterprise in any capacity at the request of the Corporation.

ARTICLE VIII
INCORPORATED

The name and address of the person signing these articles is:

MICHAEL GUEDES
7441 WAYNE AVE #122
MIAMI BEACH FL 33141

ARTICLE IX
OFFICERS

The officers of this Corporation shall be as follows:

MICHAEL GUEDES, PRESIDENT

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In WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation
on this 11TH day of DECEMBER 1996.
Having been named as registered agent and to accept the service

Michel Guarch

Incorporator/Registered Agent

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TALLAHASSEE, FLORIDA

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