

P96000103669

TRANSMITTAL LETTER

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

SUBJECT: "YAKSY PRODUCTIONS, INC."  
(Proposed corporate name - must include suffix)

700002036787--9  
-12/24/96--01075--003  
\*\*\*122.50 \*\*\*122.50

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

<input type="checkbox"/> \$70.00 Filing Fee	<input type="checkbox"/> \$78.75 Filing Fee & Certificate	<input checked="" type="checkbox"/> \$122.50 Filing Fee & Certified Copy	<input type="checkbox"/> \$131.25 Filing Fee, Certified Copy & Certificate
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FROM: YUNIQUE INTERNATIONAL SERVICES  
Name (Printed or typed)

133 S. W. 22nd Avenue  
Address

Miami, FL 33135  
City, State & Zip

(305) 643-0080  
Daytime Telephone number

DEC 27 1996

BSB

FILED  
96 DEC 23 PM 10:54  
STATE  
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION  
OF  
YAKSY PRODUCTIONS, INC**

**FILED**  
96 DEC 23 AM 10:54  
STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a corporation for profit under Chapter 607 of the Florida Statutes.

**ARTICLE 1:  
NAME**

The name of the Corporation is YAKSY CORPORATION, INC.

**ARTICLE 2:  
PURPOSE OF CORPORATION**

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

**ARTICLE 3:  
PRINCIPAL OFFICE**

The address of the principal office of the Corporation is: 47 N. W. 45 Avenue, Miami, Florida, 33126, and the mailing address is the same.

**ARTICLE 4:  
INCORPORATORS**

The name and street address of the Incorporators of this Corporation is:

YOKASTA VASQUEZ  
47 N. W. 45 Avenue  
Miami, Florida 33126

ANA R. VASQUEZ  
47 N. W. 45 Avenue  
Miami, Florida 33126

ARTICLE 5:  
PRESIDENT

The initial President of the Corporation shall be YOKASTA VASQUEZ, whose address shall be the same as the principal office of the Corporation.

ARTICLE 6:  
CORPORATE CAPITALIZATION

- 6.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is SEVEN THOUSAND FIVE HUNDRED (7,500.00) shares of common stock, each share having the par value of ONE DOLLAR (\$1.00).
- 6.2 No holder of shares of stock of any class shall have preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the board of directors may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the board of directors may deem advisable in connection with such issuance.
- 6.3 The board of directors of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the board of directors may deem advisable, subject to such restrictions or limitations, if any, may be set forth in the bylaws of the Corporation.
- 6.4 The board of directors of the Corporation may, by articles supplementary classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions of redemption of the stock.

ARTICLE 7:  
POWERS OF CORPORATION

The Corporation shall have the same power as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these articles of incorporation.

ARTICLE 8:  
TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE 9: TITLE

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and shall not be bound to recognize any equitable or other claim to, or interest in or right on the part of any other person, whether or not the Corporation shall have notice thereof.

ARTICLE 10:  
REGISTERED OFFICE AND REGISTERED AGENT

The name and address of the registered agent of this Corporation is YOKASTA VASQUEZ, 47 N. W. 45 Avenue, Miami, FL. 33126.

ARTICLE 11:  
BYLAWS

The board of directors of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of directors equal to a majority of the number would constitute a full board of directors at the time of such action shall be necessary to take any action for the making, alternation, amendment or repeal of the Bylaws.

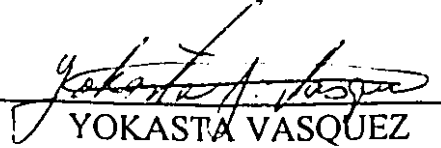
ARTICLE 12:  
EFFECTIVE DATE


These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State of Florida.

ARTICLE 13:  
AMENDMENT

The Corporation reserves the right to amend, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles in Incorporation or any amendment hereto are granted subject to his reservation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledge and filed the foregoing Articles of Incorporation under the Laws of the State of Florida, this 12 of December of 1996.

  
YOKASTA VASQUEZ  
Incorporator

  
ANA R. VASQUEZ  
Incorporator

ACCEPTANCE OF REGISTERED AGENT  
DESIGNATED IN ARTICLES OF INCORPORATION

The undersigned YOKASTA VASQUEZ having been designated as Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under Section 607-0505 Florida Statutes.

  
YOKASTA VASQUEZ

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES,  
THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE  
STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN  
DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE  
OF FLORIDA.

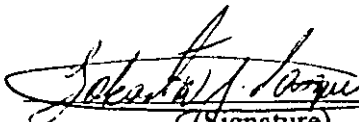
1. The name of the corporation is:


YAKSY PRODUCTIONS, INC

2. The name and address of the registered agent and office is:

47 N. W. 45 AVENUE  
MIAMI, FL 33126

Having been named as registered agent and to accept service of process for the above  
stated corporation at the place designated in this certificate, I hereby accept the  
appointment as registered agent and agree to act in this capacity. I further agree to  
comply with the provisions of all statutes relating to the proper and complete performance  
of my duties, and I am familiar with and accept the obligations of my position as  
registered agent.

  
(Signature)

  
(Date)

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96 DEC 23 PM 10:54  
TALLAHASSEE, FLORIDA