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TRANSMITTAL LETTER

25 February 1997

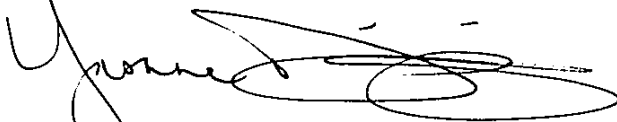
Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL. 32314

900002103309--8  
-03/04/97--01030--010  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: Y.D. EXCEPTIONAL ENTERPRISES, INC.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$78.75 (Filing Fee & Certificate).

Very truly yours,



Yvonne Dini  
4801 S. University Drive  
Suite #259  
Davie, FL. 33328  
Daytime phone (561) 874-1736

FILED  
DIVISION OF STATE  
CORPORATIONS  
97 MAR -3 11:10:43

02/31/97

FILED  
OFFICE OF STATE  
CORPORATIONS  
97 MAR -3 AM 10:43

## ARTICLES OF INCORPORATION

The undersigned incorporator, for the purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

### ARTICLE I NAME

The name of the corporation shall be: Y.D. Exceptional  
Enterprises, Inc.

### ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 4801 S. University Drive  
Suite #259  
Davie, FL. 33328

### ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: One Thousand (1,000) shares of Common Stock.

### ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

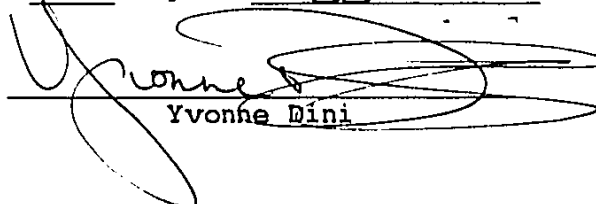
Yvonne Dini  
4801 S. University Drive  
Suite #259  
Davie, FL. 33328

### ARTICLE V INCORPORATORS

The name and street address of the incorporator to these Articles of Incorporation is:

Yvonne Dini  
4801 S. University Drive  
Suite #259  
Davie, FL. 33328

The undersigned incorporator has executed these Articles of Incorporation this 25 day of Feb, 1997.

  
Yvonne Dini

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SECRETARY OF STATE  
CORPORATIONS  
97 APR -3 AM 10:43

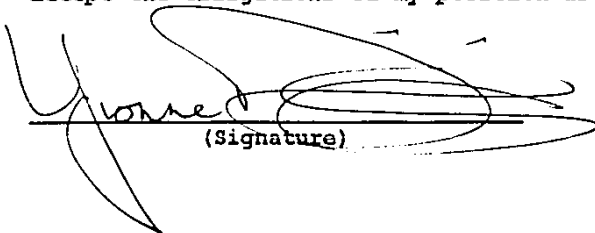
**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 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: Y.D. Exceptional  
Enterprises, Inc.
2. The name and address of the registered agent and office is:

Yvonne Dini  
4801 S. University Drive  
Suite #259  
Davie, FL. 33328

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)

Feb. 25, 1997  
(Date)