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PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: YAYSTRA ENTERPRISES, INC.

AUDIT NUMBER.....H97000021320

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

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ARTICLES OF INCORPORATION  
OF  
YOYSTRA ENTERPRISES, INC.

THE UNDERSIGNED SUBSCRIBERS to these Articles of Incorporation  
hereby form a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be: Yoystra Enterprises, Inc.

ARTICLE II

The corporation shall exist perpetually, commencing upon the filing of the  
Articles of Incorporation by and with the Department of State.

ARTICLE III

The corporation shall engage in any business or purpose lawful under the  
laws of Florida.

ARTICLE IV

The corporation is authorized to issue one hundred shares of stock at \$5.00  
par value which shall be designated as common stock.

This document was prepared by:  
Samuel Spencer Blum, Esquire  
Suite 106  
2666 Tigertail Avenue  
Coconut Grove, Florida 33133  
305/854-3314  
Florida Bar No. 273430

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Samuel Spencer Blum

ATTORNEY AT LAW

2666 TIGERTAIL AVENUE, SUITE 106, COCONUT GROVE, FLORIDA 33133 TELEPHONE: (305) 854-1883 TELEFAX: (305) 854-3314

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ARTICLE V

The street address of the initial principal office of the corporation is 1505 Washington Avenue, Miami Beach, Florida 33139.

ARTICLE VI

The name and address of the corporation's Registered Agent is Samuel Spencer Blum, Suite 106, 2666 Tigertail Avenue, Coconut Grove, Florida 33133.

ARTICLE VII

The corporation shall have two (2) directors initially. The number of directors may either be increased or decreased from time to time by amendment to the By-Laws, but shall never be less than the number shown in this Article. The names and addresses of the initial directors of this corporation are:

Beatrice Puja, 1004 2 Avenue, New York, New York 10022; and  
Sheldon Golumbia, 1004 2 Avenue, New York, New York 10022.

ARTICLE VIII

The power to adopt, alter, amend, or repeal the By-Laws shall be vested in the Board of Directors and shareholders.

ARTICLE IX

The name and address of the incorporator is:

Sheldon Golumbia, 1004 2 Avenue, New York, New York 10022.

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Samuel Spencer Blum

ATTORNEY AT LAW

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ARTICLE X

The corporation shall indemnify the officers or directors or any former officer or director to the full extent permitted by law.

ARTICLE XI

At each election for directors, every shareholder entitled to vote shall have the right to cumulate his votes by giving one candidate as many votes as the number of shares, or by distributing such votes on the same principle among any number of such candidates.

ARTICLE XII

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or amendments hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XIII

The members of the Board of Directors may participate in meetings of the Board of Directors by means of conference telephone as provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 22 day of DEC, 1997.

  
Sheldon Columbia, Incorporator

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Samuel Spencer Blum  
ATTORNEY AT LAW

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STATE OF

COUNTY OF

SS.

The foregoing instrument was acknowledged before me this

day of

19

by Sheldon Golumbia,

personally known to me or who has produced

as identification.

Print Notary's name  
and commission number

Notary Public,  
State of

HAZEL GUELWAZARO  
Notary Public, State of New York  
No. 244985738  
Qualified in Queens County  
Commission Expires Sept. 23, 1999

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Samuel Spencer Blum

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2000 TIGERTAIL AVENUE, SUITE 108, COCONUT GROVE, FLORIDA 33093 TELEPHONE (305) 854-1888 TELEFAX (305) 854-3044

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OF  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN  
FLORIDA, NAMING AGENT UPON WHICH PROCESS MAY BE  
SERVED**

In compliance with §48.091, Florida Statutes, the following is submitted:

First, that Yoystra Enterprises, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in Miami Beach, State of Florida, has named Samuel Spencer Blum, located at Suite 106, 2666 Tigertail Avenue, Coconut Grove, Florida 33133, as its agent to accept service of process within Florida.

  
Sheldon Golumbia, Incorporator

Having been named to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

  
Samuel Spencer Blum

SSB/nbp  
December 24, 1997  
c:\data\world\corporations\yoystra\articles.htm

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Samuel Spencer Blum  
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