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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

December 31, 1997

YVONNE GRAHAM
941-644-1242

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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****122.50 ****122.50

Re: Articles of Incorporation - YG Insurance, Inc.

Dear Sir:

Enclosed are the Articles of Incorporation for YG Insurance, Inc. for filing with the Division of Corporations. Please return one certified copy of the articles.

I have also enclosed a check in the sum of \$122.50 to cover the costs of the filing fee and certified copy. Should you have any questions, please call.

Sincerely yours,

Yvonne Graham
Yvonne Graham

LAK-138909
Enclosures

ms 1/8/98

ARTICLES OF INCORPORATION

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OF

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YG INSURANCE, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of Y G INSURANCE, INC., under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is:

YG INSURANCE, INC.

ARTICLE II. ADDRESS

The mailing address of the corporation is:

706 Highland Gardens Lane
Lakeland, Florida 33813

ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence upon the filing of the Articles of Incorporation.

ARTICLE IV. PURPOSE

The corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE V. AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 10,000 shares of common stock having a par value of \$0.01 per share.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 706 Highland Gardens Lane, Lakeland, Florida 33813, and the name of the corporation's initial registered agent at that address is Yvonne Graham.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The corporation shall have one director initially. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but shall never be less than one. The name and street address of the initial director is:

<u>Name</u>	<u>Address</u>
Yvonne Graham	706 Highland Gardens Lane Lakeland, Florida 33813

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator is:

<u>Name</u>	<u>Address</u>
Yvonne Graham	706 Highland Gardens Lane Lakeland, Florida 33813

The incorporator of the corporation assigns to this corporation his rights under Section 607.0201, Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the board of directors any rights he may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

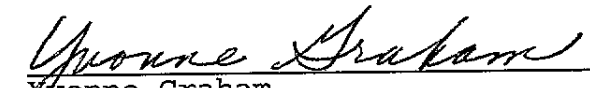
ARTICLE IX. BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE X. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation as of this 31st day of December, 1997.


Yvonne Graham
Incorporator

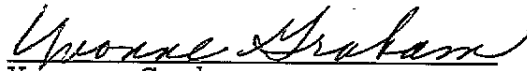
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That **YG INSURANCE, INC.** desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 706 Highland Gardens Lane, Lakeland, Florida 33813, State of Florida, has named Yvonne Graham, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, I agree to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and am familiar with, and accept, the obligations of that position.


Yvonne Graham

LAK-138162

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TALLAHASSEE, FLORIDA