

P98000002207

Young & Young Investments, Inc.  
2102 South Federal Highway  
Delray Beach, Florida 33483  
(561) 276-2411

January 1, 1998

State of Florida  
Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314


300002391993--6  
-01/07/98--01017--008  
\*\*\*\*122.50 \*\*\*\*122.50

Gentlemen:

Please find enclosed the following:

1. Check made payable to Secretary of State in the amount of \$122.50.
2. Two (2) copies of "Certificate Designating (or Changing) Place of Business or Domicile for the Service of Process Within This State, Naming Agent Upon Whom Process May be Served."
3. Two (2) copies of "Articles of Incorporation of YOUNG & YOUNG INVESTMENTS, INC."

Sincerely yours,

  
Roy Timothy Young, as President of  
YOUNG & YOUNG INVESTMENTS, INC.

Enclosures

FILED  
98 JAN -7 AM 9:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
YOUNG & YOUNG INVESTMENTS, INC.**

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**FILED**  
98 JAN -7 AM 9:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

THE UNDERSIGNED subscribe to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

**ARTICLE I - NAME**

The name of this corporation is YOUNG & YOUNG INVESTMENTS, INC.

**ARTICLE II - NATURE OF BUSINESS**

This corporation may engage in any activity permitted under the laws of the United States and of the State of Florida.

**ARTICLE III - CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is Five Thousand (5,000) shares having a nominal or par value of One Dollar (\$1.00 per share).

**ARTICLE IV - INITIAL CAPITAL**

The amount of capital with which this corporation will begin business is not less than Five Thousand Dollars (\$5,000.00).

**ARTICLE V - TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE VI - ADDRESS OF REGISTERED  
OFFICE AND REGISTERED AGENT**

The initial street address of the Registered Office of this corporation in the State of Florida is 2102 South Federal Highway, Delray Beach, Florida 33483.

**ARTICLE VII - PRINCIPAL OFFICE  
AND MAILING ADDRESS OF THE CORPORATION**

The initial street address of the principal office and mailing address of this corporation in the State of Florida is 2102 South Federal Highway, Delray Beach, Florida 33483.

**ARTICLE VIII - DIRECTORS**

This corporation shall have two (2) directors initially. The number of directors may be increased or decreased from time to time by the by-laws adopted by the stockholders.

**ARTICLE IX - INITIAL DIRECTORS**

The names and post office addresses of the members of the first Board of Directors is:

Roy Timothy Young	2102 S. Federal Highway Delray Beach, Florida 33483
John Bruce Young	2102 S. Federal Highway Delray Beach, Florida 33483

**ARTICLE X - SUBSCRIBERS**

The names and post office addresses of each subscriber of these Articles of Incorporation, the number of shares of stock that each agrees to take, and the value of the consideration therefore are:

<u>Name</u>	<u>Address</u>	<u>Shares</u>	<u>Consideration Not Less Than</u>
Roy Timothy Young, Trustee JOHN BRUCE YOUNG IRREVOCABLE TRUST	2102 S. Federal Highway Delray Beach, Florida 33483	2,500	\$2,500.00
John Bruce Young, Trustee ROY TIMOTHY YOUNG IRREVOCABLE TRUST	2102 S. Federal Highway Delray Beach, Florida 33483	2,500	\$2,500.00

**ARTICLE XI - AMENDMENTS**

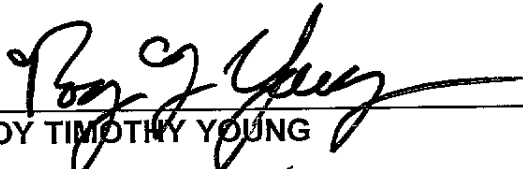

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by

them to the stockholders and approved at a stockholders meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

#### ARTICLE XII - PRE-INCORPORATION AGREEMENT


Prior to the filing of these Articles of Incorporation, the subscribers have agreed that they shall cause the corporation to adopt, prior to payment for or issuance of any shares of stock of the corporation, a Section 1244 Stock Plan covering those shares issued pursuant to these Articles.

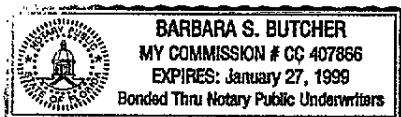
IN WITNESS WHEREOF, the Undersigned have caused their signatures to be placed hereon.

  
\_\_\_\_\_  
ROY TIMOTHY YOUNG  
  
\_\_\_\_\_  
JOHN BRUCE YOUNG

STATE OF FLORIDA                    ]  
  ]ss  
COUNTY OF PALM BEACH        ]

I HEREBY CERTIFY that on this 1st day of January, 1998, before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared ROY TIMOTHY YOUNG and JOHN BRUCE YOUNG, to me known to be the persons described as subscribers in and who executed the foregoing Articles of Incorporation.

  
\_\_\_\_\_  
Notary Public - State of Florida



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

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

FIRST, that YOUNG & YOUNG INVESTMENTS, INC....

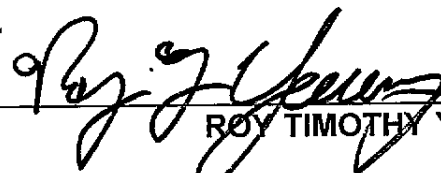
Desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the city of Delray Beach, State of Florida, has named ROY TIMOTHY YOUNG, located at 2102 South Federal Highway, Delray Beach, Florida 33483 as its agent to accept service of process within the State of Florida.

Signature:   
ROY TIMOTHY YOUNG

Title: President

Date: 1-1-98

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.

Signature:   
ROY TIMOTHY YOUNG

Date: 1-1-98

**FILED**  
98 JAN -7 AM 9:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA