

FROM : Lusky & Assoc.

PHONE NO. : 305 446 1205

May. 29 1998 01:29PM P1

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5/29/98

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850) 922-4001

FROM: JEFFREY LUSKY & ASSOCIATES, PA
CONTACT: JEFFREY LUSKY
PHONE: (305) 446-1245

ACCT#: 110331002052

FAX #: (305) 446-1205

NAME: YOU TRUST FINANCIAL, CORP.

AUDIT NUMBER.....H98000010070

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

CERT. OF STATUS..0

PAGES..... 3

CERT. COPIES.....0

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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida Corporation is:
You Trust Financial, Corp.

The Corporation is being formed for Financing and all other activities permitted
under applicable law.

Article II. Address

The mailing address of the Corporation is:
You Trust Financial, Corp.
4615 N.W. 72nd Avenue
Suite 113
Miami, Florida 33166

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
Carl Leu
4615 N.W. 72nd Avenue
Suite 113
Miami, Florida 33166

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
Carl Leu and Joaquin Bertemappi

The affairs of the Corporation shall be managed by a Board of Directors consisting
of no less than one director. The number of directors may be increased or
decreased from time to time in accordance with the Bylaws of the Corporation. The
election of directors shall be done in accordance with the Bylaws. The directors
shall be protected from personal liability to the fullest extent permitted by
applicable law.

Jeffrey Lusky & Associates, P.A.
Jeffrey Lusky, Esquire
FL. Bar Member No. 00110183
301 Almeria Avenue, Suite 345
Coral Gables, Florida 33134
305-446-1245

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Article V. Capital Stock

The Corporation shall have the authority to issue 1000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

The name and address of the incorporator is:

Carl Leu
4615 N.W. 72nd Avenue
Suite 113
Miami, Florida 33166

Article VII. Corporate Existence

The Articles of Incorporation shall become effective and the corporate existence will begin on May 29, 1998.



Carl Leu

Jeffrey Lusky as attorney - in - fact

Lusky & Associates, P.A.
Jeffrey Lusky, Esquire
FL. Bar Member No. 00110183
301 Almeria Avenue, Suite 345
Coral Gables, Florida 33134
305-446-1245

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FROM : Lusky & Assoc.

PHONE NO. : 305 446 1205

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**CERTIFIED OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

Yon Trust Financial, Corp.

REGISTERED AGENT/OFFICE:

Carl Leu
4615 N.W. 72nd Avenue
Suite 113
Miami, Florida 33166

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



Carl Leu

Jeffrey Lusky as attorney - in - fact

Date: May 29, 1998

Lusky & Associates, P.A.
Jeffrey Lusky, Esquire
FL. Bar Member No. 00110183
301 Almeria Avenue, Suite 345
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