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April 21, 1998

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*****70.00 *****70.00

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

SUBJECT: Y DESIGNS, INC.

Enclosed are an original and one copy of the articles of incorporation and a Designation and Acceptance of Registered Agent for a Florida Corporation.

Enclosed please find my Money Order for your \$70.00 filing fee.

FROM:

Yamila Soria
Yamila Soria
4109 SW 60th Place
Miami, FL 33155
Tel: (305) 477-7830
Fax: (305) 477-7590

DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

98 JUN 17 PM 4:09

FILED

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MM

ARTICLES OF INCORPORATION
OF
Y DESIGNS, INC.

ARTICLE I. CORPORATE NAME

The name of this corporation is Y DESIGNS, INC.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation are 4109 S.W. 60 Place, Miami, Fl. 33155.

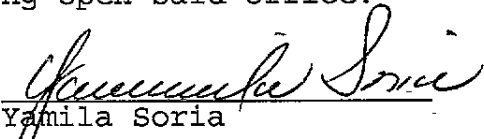
ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock this corporation is authorized to issue is 1,000, all of which shall be common shares. All common shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE

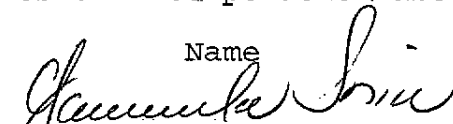
The name and address of the initial registered agent are: Yamila Soria, 4109 S.W. 60th Place, Miami, Fl. 33155.

Pursuant to Florida Statutes Section 607.164, having been named to accept process for the above State Corporation, at the place mentioned in these Articles of Incorporation, I hereby accept and agree to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office.


Yamila Soria

ARTICLE V. INCORPORATORS

The name(s) and street address(es) of the incorporator(s) of these articles of incorporation are

Name

YAMILA SORIA

Address

4109 S.W. 60th Place
Miami, Fl. 33155

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TALLAHASSEE, FLORIDA

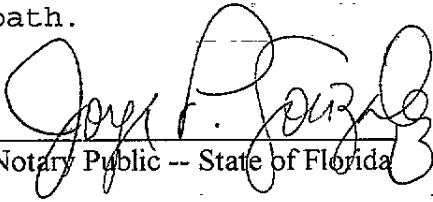
STATE OF FLORIDA

SS:

COUNTY OF MIAMI-DADE

Before me, the undersigned authority, personally appeared the above-named Incorporator, who was duly sworn.

Sworn and subscribed before me this 21st day of April, 1998, by Yamila Soria, who is personally known to me and produced her Florida Driver's License as identification and who did not take an oath.


Notary Public -- State of Florida



JORGE L GONZALEZ
My Commission CC457914
Expires May. 01, 1999
Bonded by HAI
800-422-1555