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**Florida Department of State
Division of Corporations
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To:
Division of Corporations
Fax Number : (850)922-4001

From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
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Fax Number : (305)672-9110

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FLORIDA PROFIT CORPORATION OR P.A.

YNOT2K?, Inc.

Certificate of Status	1
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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
YNOT2K?, Inc.

Article II. Address

The mailing address of the Corporation is:
YNOT2K?, Inc.
3610 Solana Road
Coconut Grove FL 33133

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
Corporate Creations Enterprises Inc.
4521 PGA Boulevard #211
Palm Beach Gardens FL 33418

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Douglass Bounds	Josefina de Varona
Jim Deegan	Lisa P. Forbes
Israel Kreps	Mike Khandjian
Scott Brown	

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.

Robin Forbes | FL Bar Member 978280
Brigham, Moore, Gaylord, Schuster, Merlin, & Tobin
203 S.W. 13th Street
Miami FL 33130
305-858-2400

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,100 shares of common stock, par value \$.01 per share.

Article VI. Incorporator


The name and address of the incorporator is:

Robin Forbes
Brigham, Moore, Gaylord, Schuster, Merlin, & Tobin
203 S.W. 13th Street
Miami FL 33130

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on February 18, 1999.

The undersigned incorporator executed these Articles of Incorporation on February 18, 1999.



ROBIN FORBES
by G.K. Kuroda as attorney-in-fact

Robin Forbes | FL Bar Member 978280
Brigham, Moore, Gaylord, Schuster, Merlin, & Tobin
203 S.W. 13th Street
Miami FL 33130
305-858-2400

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:
YNOT2K?, Inc.

REGISTERED AGENT/OFFICE:
Corporate Creations Enterprises Inc.
4521 PGA Boulevard #211
Palm Beach Gardens FL 33418

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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.


CORPORATE CREATIONS ENTERPRISES INC.
Greg Kuroda, Vice President

Date: February 18, 1999

Robin Forbes | FL Bar Member 978280
Brigham, Moore, Gaylord, Schuster, Merlin, & Tobin
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