Sent By; Pearson & Mayer, P.A.;

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Division of Corporations

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Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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Account Name : PEARSON & MAYER, P A.

Account Number : 110640002340. Phone : (305)668-4433 Fax Number : (305)668-7144 99 AUG 16 PH 1: 40
SECRETARY OF STATE
TALL WHASSEE. FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

C.Y. Management, Inc.

Certificate of Status	1
Certified Copy	0
Page Count	05#
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION

OF

C.Y. Management, Inc.

The undersigned, acting as incorporator of C.Y. Management, Inc. under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. Name

The name of the corporation is: C.Y. Management, Inc.

ARTICLE II. Address

The mailing address of the corporation is:

c/o Chuck Yeiser, 7001 S.W. 61st Avenue South Miami, Florida 33143

ARTICLE III. Commencement of Existence

The existence of the corporation will commence on the filing of these 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.

PREPARED BY:

Stephen D. Pearson, Esq. Fla. Bar #0442010 1320 S. Dixie Hwy, Suite 811 Coral Gables, Florida 33146 (305) 259-8006/(305) 971-4888

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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 \$1.00 per share.

ARTICLE VI. Initial Registered Office and Agent

The street address of the initial registered office of the corporation is 7001 S.W. 61 Avenue, South Miami, Florida 33143, and the name of the corporation's initial registered agent at that address is Chuck Yeiser.

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 by the bylaws, but shall never be less than one. The name and street address of the initial director is:

Chuck Yeiser 7001 S.W. 61 Avenue South Miami, Florida 33143

ARTICLE VIII. Incorporator

The name and street address of the incorporator is:

Name <u>Address</u>

Stephen D. Pearson 1320 3 Dixie Hwy, Suite 811 Coral Gables, FL 33146

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.

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becoming effective on the date corporate existence begins.

ARTICLE_IX. Eylaws

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 the 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 this 15 day of August, 1999.

Stephen D. Pearson,

Incorporator

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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 C. Y. MANAGEMENT, 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 7001 S.W. 61 Avenue, south Miami, Florida 3314356, has named CHUCK YEISER as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

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

Chuck Yeiser, Registered Agent

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SECRETARY OF STATE