GOZA AND HALL, P.A.

28050 U. S. HWY. 19 NORTH
SUITE 402, CORPORATE SQUARE
CLEARWATER, FLORIDA 33761-2654

TELEPHONE (727) 799-2625 FAX (727) 796-8908

October 13, 1999

600003016916--7 -10/18/99--01085--008 ****122.50 *****78.75

Corporate Records Bureau Division of Corporations Florida Department of State P. O. Box 6327 Tallahassee, Florida 32314

Gentlemen:

Re: YOUNG HOME CONSULTANTS, INC.

Enclosed herewith please find the charter for the above-captioned corporation which we request that you file in your office. Also enclosed is a copy of the same which we request that you certify and return to us.

Our check in the amount of \$122.50 is also enclosed to cover your charges as follows:

Filing Fee \$35.00 Certified Copy \$52.50 Registered Agent \$35.00

\$122.50

Very truly yours,

Donald R. Hall

DRH:dk Enclosures SECRETARY OF STATE TALLAHASSEE, FLORIDA

1999 OCT 18 AM 10: 52

SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

YOUNG HOME CONSULTANTS, INC.

Article I - Name

The name of this corporation is YOUNG HOME CONSULTANTS, INC.

Article II - Principal Place of Business

The principal place of business of this corporation is 525 S. Paula Drive, Dunedin, FL 34698.

Article III - Duration

This corporation shall exist for a perpetual period.

<u> Article IV - Purpose</u>

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated.

Article V - Capital Stock

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock.

Article VI - Preemptive Rights

The shareholders of the corporation shall have all preemptive rights to acquire unissued shares pursuant to F.S. 607.0630, as amended.

Article VII - Preferences, Limitations and Relative Rights of Shares of Capital Stock

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

FILED

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Article VIII - Initial Registered Off SEGRETARY AGESTATE TALLAHASSEE FLORIDA

The street address of the initial registered office of this corporation is 525 S. Paula Drive, Dunedin, FL 34698, and the name of the initial registered agent of this corporation at that address is Jim Fahs.

Registered Agent's Acceptance:

I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said corporation.

By:___

Jim Fahs

Article IX - Initial Board of Directors

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one (1). The name and address of the initial director is: Jim Fahs, 525 S. Paula Drive, Dunedin, FL 34698.

Article X - Incorporator

The name and address of the person signing these articles is: Jim Fahs, 525 S. Paula Drive, Dunedin, FL 34698.

<u> Article XI - Bylaws</u>

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

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Article XII - Powers

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

Article XIII - Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

Article XIV - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of incorporation this 1/2 day of October, 1999.

Jim Fahs, Subscriber

STATE OF FLORIDA COUNTY OF PINELLAS

Before me, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared JIM FAHS, who is personally known to me or who produced a Florida Driver's License as identification, and he acknowledged before me that he executed those articles of incorporation freely and voluntarily.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this _____ day of October, 1999.

Møtary Public

My Commission Expires: