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Attorney at Law

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

February 16, 2000

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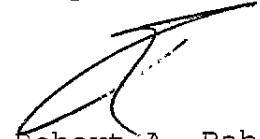
*****87.50 *****87.50

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

Subject: Blue Ribbon Title, Inc.

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for \$87.50.

Very truly yours,



Robert A. Rabin, Esq.

RF, 2/21/2000 ✓

ARTICLES OF INCORPORATION
OF
BLUE RIBBON TITLE, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator to those Articles of Incorporation, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

Article I

The name of the corporation is Blue Ribbon Title, Inc.

Article II

The corporation may engage in any activity or business permitted under the laws of the State of Florida.

Article III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is five hundred (500) shares of common stock, each share having a par value of \$1.00. Said capital stock shall be non-assessable and shall be payable in lawful money of the United States or in property, other than stock or securities, in lieu thereof, at a just valuation to be fixed by the Board of Directors of this corporation.

Article IV

The amount of capital stock with which this corporation shall begin business if Five Hundred and no/100 (\$500.00).

Article V

This corporation shall have perpetual existence.

Article VI

The initial street address of the principal office of this corporation is to be 5975 Sunset Drive, Suite 305, Miami, Florida 33143.

Article VII

This corporation shall have one (1) director initially. The number of directors may, from time to time, be increased or decreased by the By-Laws adopted by the shareholders.

Article VIII

The name and street address of the initial director who shall hold office until his successors are elected and have qualified are:

<u>NAME</u>	<u>ADDRESS</u>	
Robert A. Rabin	5975 Sunset Dr., Suite 305 Miami, Florida 33143	President/Secretary

Article IX

The name and address of the incorporator to these Articles of Incorporation and the number of shares he has agreed to take is as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>
Robert A. Rabin	5975 Sunset Dr., Suite 305 Miami, Florida 33143	251

Article X

The street address of the initial registered office of this corporation is 5975 Sunset Drive, Suite 305, Miami, Dade County, Florida 33143, and the name of the initial registered agent for this corporation at such address is Robert A. Rabin.

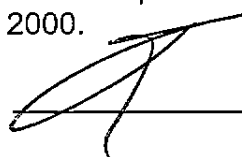
Article XI

These Articles of Incorporation shall be effective upon approval by the Secretary of State of the State of Florida.

Article XII

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders and approved at a shareholders' meeting by a majority of the stockholders entitled to vote thereon, unless all of the Directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of incorporation be made.

IN WITNESS WHEREOF, I have hereunto set my hand and seal and acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida on this 16 day of February, 2000.

 (Seal)

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me on the 16th day of February, 2000 by Robert A. Rabin, who is personally known to me and who did take an oath.

WITNESS my hand and official seal in the state and county aforesaid on the day and year first above written.



Notary Public

This instrument prepared by:
Robert A. Rabin, Esq.
5975 Sunset Drive, Suite 305
Miami, Florida 33143



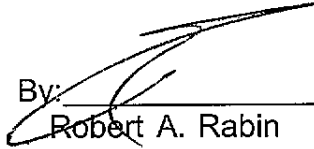
Anne L. Stevens
MY COMMISSION # CC753722 EXPIRES
September 27, 2002
BONDED THRU TROY FAIN INSURANCE, INC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA,
NAMING AGENT UPON WHOM SERVICE MAY BE MADE

IN PURSUANCE of Chapter 48.091 of the Florida Statutes, the following is submitted in compliance with said Act:

THAT, BLUE RIBBON TITLE, INC., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at the City of Miami, Dade County, Florida has names Robert A. Rabin, Esq. located at 5975 Sunset Dr., Suite 305, Miami, Florida as its agent to accept service of process within this State.

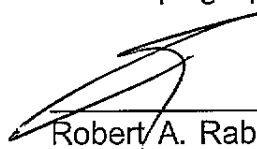
BLUE RIBBON TITLE, INC.

By: 

Robert A. Rabin
President

ACCEPTANCE

Having been named to accept service of process for the above corporation at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said Office.


Robert A. Rabin

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA