POODO 85/6

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

APPRAISAL SERVICES CABALLERO (Proposed corporate name - must include suffix) Enclosed is an original and one(1) copy of the articles of incorporation and a check for: \$78.75 \$87.50 \$70.00 \$78.75 Filing Fee Filing Fee, Filing Fee Filing Fee Certified Copy & Certified Copy & Certificate of Status & Certificate of Status ADDITIONAL COPY REQUIRED LUIS M. CABALLERO Name (Printed or typed) 1345 LINCOLN ROAD City, State & Zip

NOTE: Please provide the original and one copy of the articles.

Daytime Telephone number

305, 532, 8765

C2-2200

ARTICLES OF INCORPORATION

OF

CABALLERO APPRAISAL SERVICES & ASSOCIATES, INC.

The undersigned, acknowledges and files in the Office of the Secretary of State of the State of Florida, for the purpose of forming a corporation for profit, in accordance with the laws of the State of Florida, these Articles of Incorporation, as by law provided.

i

NAME

The name of this Corporation shall be:

CABALLERO APPRAISAL SERVICES & ASSOCIATES, INC.

II

BUSINESS

The general nature of the business and businesses to be transacted are as follows:

To transact any and all lawful business for which corporations may be incorporated under the laws of the State of Florida or the United States.

Without in any way limiting any of the objects and powers of the Corporation, it is expressly declared and provided that the Corporation, to carry on its business, or for the purpose of accomplishing any of the objects hereinabove mentioned, shall have the power to make and perform contracts of any kind and description to do any and all other acts and things, and to exercise any and all other powers, either as principal, agent or broker, conferred by the laws of the State of Florida upon corporations formed under the laws of said State, and which now or hereafter may be authorized by law.

Ш

SHARES

The authorized capital stock of this Corporation shall consist of 500 shares of common stock, \$1.00 par value.

EFFECTIVE DATE AND DURATION

This Corporation shall commence its existence on February 17, 2000 and shall exist perpetually thereafter unless sooner dissolved according to law.

V MAILING ADDRESS AND REGISTERED OFFICE AND REGISTERED AGENT

The mailing address of the Corporation is: 1345 Lincoln Road, Suite 904, Miami Beach, Florida 33139. The registered office of the Corporation is: 1345 Lincoln Road, Suite 904, Miami Beach, Florida 33139. The initial registered agent for the Corporation is: Luis M. Caballero.

VΙ

DIRECTORS

The initial Board of Directors shall consist of four members. The number of directors may be increased or decreased from time ti time by vote of the shareholders, but in no case shall the number of directors be less than one nore more than five. The name and address of the directors constituting the initial Board of Directors is:

Luis M. Caballero, Chief Executive Officer/ President 1345 Lincoln Road, Suite 904, Miami Beach, Florida 33139

Elena Caballero, Vice President/Marketing 2035 S.W. 84th Avenue, Miami, Florida 33155

Juan Caballero, Vice President/Business Affairs 2035 S.W. 84th Avenue, Miami, Florida 33155

Luis G. Caballero, Secretary 2035 S.W. 84th Avenue, Miami, Florida 33155

VII

INCORPORATOR

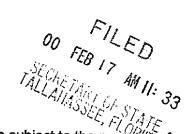
The name and address of the initial incorporator of the Corporation is as follows:

Luis M. Caballero

1345 Lincoln Road, Suite 904 Miami Beach, Florida 33139

XIII

GENERAL PROVISIONS



- (a). The private property of the stockholders shall not be subject to the payment of any corporate debts to any extent whatsoever.
- (b). Subject to the provisions and conditions of this Article, the Corporation shall have full power and lawful authority to accept property, labor and services in payment for shares of its Capital Stock in lieu of cash, at a just valuation to be fixed by its Board of Directors.
- (c). A director of the Corporation may transact business, borrow, lend, or otherwise deal or contract with the Corporation to the full extent and subject only to the limitations and provisions of the laws of the State of Florida and the laws of the United States.
- (d). The Corporation shall indemnify each director and officer of the Corporation against all or any portion of any expenses reasonable incurred by him in connection with or arising out of any action, suit or proceeding in which he may be involved, by reason of his being or having been an officer or director of the Corporation (whether or not he continues to be an officer or director at the time of incurring such expenses), to the full extent permitted by and subject only to the limitations and provisions of the laws of the State of Florida and laws of the United States.

The undersigned incorporator has executed these Articles of Incorporation this 17th day of February, 2000.

Incorporator

2 / / _ /

Date

Having been named Registered Agent, and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of may duties, and I am familiar with and accept the obligations of my position as registered agent.

Registered Agent

Date