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INTERNET TITLE SERVICES, INC.
660 PALM SPRINGS DRIVE
ALTAMONTE SPRINGS, FL. 32701
407-834-4700 407-834-4990 Fax
E-Mail: BarbieB927@aol.com

BARBIE BECKETT, C.L.C.
PRESIDENT

AUG. 10, 2000

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-08/21/00--01105--004
*****78.75 *****78.75

DEPT OF STATE
DIVISION OF CORPORATIONS
409 E. GAINES ST.
TALLAHASSEE, FL 32399

RE: INTERNET TITLE SERVICES, INC. INCORPORATION

ENCLOSED HERewith PLEASE FIND AN ORIGINAL AND ONE (1) COPY OF
THE ARTICLES OF INCORPORATION FOR THE ABOVE-REFERENCED AND
A CHECK IN THE AMOUNT OF \$78.75 REPRESENTING FILING FEES AND
CERTIFIED COPY FEE.

YOUR COOPERATION IN EXPEDITING THE PROCESSING OF THIS FILING
WILL BE GREATLY APPRECIATED, AND I THANK YOU IN ADVANCE.

VERY TRULY YOURS,


BARBIE BECKETT, PRESIDENT

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME

THE NAME OF THE CORPORATION SHALL BE:

INTERNET TITLE SERVICES, INC.

ARTICLE II PRINCIPAL OFFICE

THE PRINCIPAL PLACE OF BUSINESS/MALING ADDRESS IS:

660 PALM SPRINGS DR., SUITE A, ALTAMONTE SPRINGS, FL 32701

ARTICLE III PURPOSE

**THE PURPOSE FOR WHICH THIS CORPORATION IS ORGANIZED IS TO
ENGAGE IN THE ISSUANCE OF TITLE INSURANCE; HANDLE REAL
ESTATE AND MORTGAGE LOAN CLOSING TRANSACTIONS; PERFORM
TITLE EXAMINATIONS; ESCROW SERVICES, AND IN SUCH OTHER
BUSINESS AS MAY BE NECESSARY, CONVENIENT OR DESIRABLE TO
ACCOMPLISH THE ABOVE PURPOSES, AND TO DO ALL THINGS
INCIDENTAL THERETO WHICH ARE NOT FORBIDDEN BY LAW OR BY
THESE ARTICLES OF INCORPORATION.**

ARTICLE IV SHARES

THE NUMBER OF SHARES OF STOCK IS:

SIXTY (6) NO PAR VALUE

ARTICLE V INITIAL OFFICERS/DIRECTORS

**BARBIE A. BECKETT, PRESIDENT
G. W. BUERGER, VICE PRESIDENT, SECRETARY, TREASURER**

ARTICLE VI REGISTERED AGENT

**THE NAME AND FLORIDA STREET ADDRESS OF THE REGISTERED
AGENT IS:**

**BARBIE A. BECKETT
444 E. RIDGEWOOD ST., ALTAMONTE SPRINGS, FL 32701**

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ARTICLE VI

THE AMOUNT OF THE CAPITAL STOCK AUTHORIZED BY THIS CORPORATION SHALL BE SIXTY (60) SHARES OF NO PAR VALUE NON-ASSESSABLE COMMON CAPITAL STOCK AS AUTHORIZED IN COMPLIANCE WITH THE PROVISIONS OF THE SECTION 1244 OF THE INTERNAL REVENUE CODE RELATING TO "LOSSES ON SMALL BUSINESS STOCK", AND THAT IN COMPLIANCE THEREWITH, THE CORPORATION PLANS TO ISSUE ONLY "SECTION 1244" STOCK DURING THE TWO YEAR PERIOD AS SHALL BE ESTABLISHED IN THE MINUTES OF THE FIRST MEETING OF THE STOCKHOLDERS OF THE CORPORATION AFTER THE CHARTER HAS BEEN ISSUED, AND THAT THE TOTAL AMOUNT OF MONEY AND/OR OTHER PROPERTY REPRESENTING BOTH AUTHORIZED PAR VALUE AND ANY CONTRIBUTED SURPLUS, TO BE RECEIVED IN EXCHANGE FOR SUCH STOCK SHALL NOT EXCEED THE AGGREGATE SUM OF \$500,000.00.

ARTICLE VII

THE AMOUNT OF CAPITAL WITH WHICH THIS CORPORATION SHALL BEGIN BUSINESS SHALL BE FIVE HUNDRED DOLLARS AND NO/100 (\$500.00)

ARTICLE VIII

THE NUMBER OF DIRECTORS OF THIS CORPORATION SHALL NOT BE LESS THAN TWO (2) AND NOT MORE THAN SEVEN (7) WHO NEED NOT BE STOCKHOLDERS.

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ARTICLE IX

THE NAMES AND POST OFFICE ADDRESSES OF THE FIRST BOARD OF DIRECTORS, WHO, SUBJECT TO THE PROVISIONS OF THE CERTIFICATE OF INCORPORATION, THE BY-LAWS AND THE LAWS OF THE STATE OF FLORIDA SHALL HOLD OFFICE UNTIL THE FIRST ANNUAL MEETING OF THE CORPORATION OR UNTIL THEIR SUCCESSORS ARE ELECTED AND QUALIFIED ARE AS FOLLOWS:

BARBIE A. BECKETT

444 E. RIDGEWOOD ST.

ALTAMONTE SPRINGS, FL 32701

G.W. BUERGER

444 E. RIDGEWOOD ST.

ALTAMONTE SPRINGS, FL 32701

ARTICLE X

THE NAMES AND POST OFFICE ADDRESSES OF THE OFFICERS OF THE CORPORATION WHO SHALL OFFICE FOR THE FIRST YEAR OF EXISTENCE OF THE CORPORATION, OR UNTIL THEIR SUCCESSORS ARE ELECTED OR APPOINTED AND HAVE QUALIFIED ARE AS FOLLOWS:

**BARBIE A. BECKETT
PRESIDENT**

**444 E. RIDGEWOOD ST.
ALTAMONTE SPRINGS, FL 32701**

**G.W. BUERGER
VICE-PRESIDENT
SECRETARY-TREASURER**

**444 E. RIDGEWOOD ST.
ALTAMONTE SPRINGS, FL 32701**

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ARTICLE XI

THE NAMES AND POST OFFICE ADDRESSES OF EACH SUBSCRIBER TO THE CERTIFICATE OF INCORPORATION AND THE NUMBER OF SHARES OF STOCKS OF THIS CORPORATION WHICH EACH AGREES TO TAKE ARE AS FOLLOWS:

| NAME AND ADDRESS: | NO. OF SHARES: | AMOUNT PAID |
|--|----------------|-------------|
| BARBIE A. BECKETT 444 E. RIDGEWOOD ST. ALTAMONTE SPRINGS, FL 32701 | 40 | - 0 – |
| G. W. BUERGER 444 E. RIDGEWOOD ST. ALTAMONTE SPRINGS, FL 32701 | 20 | - 0 – |

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 STOCKHOLDERS, AND APPROVED AT A STOCKHOLDER'S MEETING BY A MAJORITY OF THE STOCK ENTITLED TO VOTE THEREON.

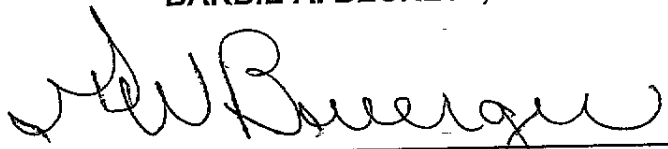
ARTICLE XIII

THE ORIGINAL BY-LAWS OF THIS CORPORATION SHALL BE MADE, PREPARED AND ADOPTED BY THE BOARD OF DIRECTORS OF THE CORPORATION BY A MAJORITY VOTE THEREOF. THEREAFTER, THE SAID BY-LAWS MAY BE AMENDED BY THE BOARD OF DIRECTORS AT ANY REGULAR MEETING OF SAID BOARD, OR AT ANY SPECIAL MEETING FOR WHICH SAID AMENDMENT IS ONE OF THE PURPOSES FOR WHICH THE MEETING IS CALLED, BY A MAJORITY OF THE DIRECTORS PRESENT. THE BOARD OF DIRECTORS SHALL CONDUCT, MANAGE AND HAVE COMPLETE CHARGE OF THE BUSINESS AFFAIRS OF THE CORPORATION.

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IN WITNESS WHEREOF, THE SUBSCRIBED AFOREMENTIONED NAMED
AS THE INCORPORATORS OF "INTERNET TITLE SERVICES, INC." HAVE
HEREUNTO SET OUR HANDS AND SEALS THIS 10TH DAY OF AUGUST,
2000.

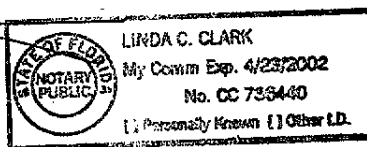
 (SEAL)
BARBIE A. BECKETT, PRESIDENT

 (SEAL)
G. W. BUERGER, VICE-PRESIDENT
SECRETARY-TREASURER

STATE OF FLORIDA
COUNTY OF SEMINOLE

I HEREBY CERTIFY THAT ON THIS 10TH DAY OF AUGUST, 2000, BARBIE A.
BECKETT AND G.W. BUERGER, PERSONALLY APPEARED BEFORE ME
AND EXECUTED THE FOREGOING DOCUMENT FOR THE PURPOSES
EXPRESSED THEREIN IN THE COUNTY AND STATE LAST AFORESAID,
AND ARE THE PERSONS DESCRIBED THEREIN, AND ARE PERSONALLY
KNOWN TO ME.


NOTARY PUBLIC
MY COMMISSION EXPIRES:



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ARTICLE VII INCORPORATOR

THE NAME AND ADDRESS OF THE INCORPORATOR IS:

BARBIE A. BECKETT
444 E. RIDGEWOOD ST., ALTAMONTE SPRINGS, FL 32701

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this Certificate, I am familiar with and accept the appointment as Registered Agent and agree to act in this capacity.


BARBIE A. BECKETT, REGISTERED AGENT

AUGUST 10, 2000

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00 AUG 21 PM 3:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA