

P00000105166

LAW OFFICES OF
GUS M. DE RIBEAUX, P.A.
The Victoria Building
2903 Salzedo Street
Coral Gables, Florida 33134

Gus M. De Ribeaux, Esq.

Telephone (305) 446-7990
Telecopier (305) 446-4151

November 3, 2000

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

200003457512--4
-11/08/00--01070--010
*****70.00 *****70.00

**RE: 20/20 REAL ESTATE INSPECTION SERVICES, INC.
ARTICLES OF INCORPORATION**

Dear Sir or Madam:

Enclosed please find the Articles of Incorporation for the above-proposed corporation along with a check in the amount of \$._____ Please file the articles as soon as possible. I have enclosed an additional copy of the articles and a self-addressed, stamped envelope for your convenience in mailing me a copy of same once they are filed.

Should you have any questions, do not hesitate to contact me. Thank you in advance for your immediate attention to this matter.

Sincerely,

GUS DE RIBEAUX, P.A.

Kenny Benavente
Paralegal, for the firm

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 NOV -8 PM12:33

ggr
11/9/00

ARTICLES OF INCORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 NOV -8 PM 12:33

ARTICLE I - Name

The name of this corporation is **20/20 REAL ESTATE INSPECTION SERVICES, INC.**

ARTICLE II - Principal Office

The mailing address of this corporation shall be: 7480 SW 117 Street
Miami, Florida 33156

ARTICLE III - Purpose

This corporation is organized for the purpose of any and all business pursuant to the laws of the State of Florida.

ARTICLE IV- Capital Stock

This corporation is authorized to issue 100 shares of \$.10 par value common stock which shall be designated as "Common Shares".

ARTICLES V - Initial Registered Agent

The street address of the registered office of this corporation is 7480 S.W. 117th Street, Miami, Florida 33156 and the name of the registered agent of this corporation at that address is Ian Van Wallegghem.

ARTICLE VI - Board of Directors

The Corporation shall initially have one Director to hold office until the first annual meeting of stockholders and his successors shall have been duly elected and qualified, or until his earlier resignation, removal from office or death. The number of Directors may be either increased or decreased from time to time in accordance with the By-laws of the Corporation. The name and address of the initial Director is:

Ian Van Wallegghem
7480 S.W. 117th Street
Miami, Florida 33156

ARTICLE VII - Incorporator

The name and address of the Incorporator signing these Articles is Ian Van Wallegghem
7480 S.W. 117th Street
Miami, Florida 33156

ARTICLE VIII - Pre-emptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE IX - Indemnification

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

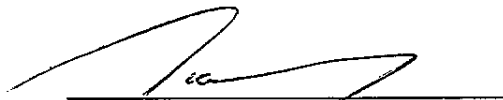
ARTICLE X - Amendment

This corporation reserves the right to amend or repeal any provision 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 Incorporator has executed these Articles of Incorporation on the date of the signing.

Dated: September 2, 2000

Ian Van Wallegghem

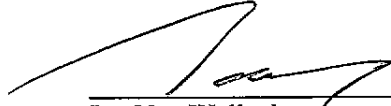

Incorporator

Certificate designated place of business or domicile for the service of process within Florida, naming agent upon whom process may be served.

In compliance with Section 607.0501, Florida Statutes, the following is submitted:

First that 20/20 Real Estate Inspection Services, Inc., desiring to organize or qualify under the laws of the State of Florida, has named Ian Van Wallegghem located at 7480 S.W. 117th Street, Miami, Florida 33156 as its agent to accept service of process within Florida.

Dated: September 1, 2000



Ian Van Wallegghem

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

Dated: September 1, 2000



Ian Van Wallegghem

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 NOV -8 PM 12:33