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LAW OFFICE
OF
LAWRENCE E. BLACKE, P.A.

ATTORNEYS AND COUNSELORS AT LAW

LAWRENCE E. BLACKE
MEMBER OF FLORIDA AND MASSACHUSETTS BAR

ROBERT J. SLOTKIN
OF COUNSEL

November 7, 2000

Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

800003458559--7
-11/09/00-01051-005
*****70.00 *****70.00

Re: Articles of Incorporation
North Beach Title and Escrow Corp.

Dear Sir or Madam:

Enclosed please find an original and one copy of Articles of Incorporation regarding the above-captioned matter. I have also enclosed a check in the sum of \$70.00 for the filing of said corporation.

I would appreciate your returning to the undersigned, one copy of the recorded Articles.

Should you need anything additional, please do not hesitate to contact this office.

Very truly yours,



Kym Sumrall
Legal Assistant
KDS/bw
Enc.

FILED
00 NOV -9 AM 8:49
SECRETARY OF STATE
TALLAHASSEE, FL 32304

11-14
100

**ARTICLES OF INCORPORATION
OF
NORTH BEACH TITLE and ESCROW CORP.**

FILED
00 NOV -9 AM 8:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

NORTH BEACH TITLE and ESCROW CORP.

The address of the principal office of this corporation shall be 3326 NE 33rd Street, Fort Lauderdale, Florida, 33308, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a \$1 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 3326 NE 33rd Street, Ft. Lauderdale, Florida 33308, and the name of the initial registered agent of the corporation at that address is Lawrence E. Blacke.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officers and directors who shall hold office for the first year of the corporation, or until his successor is elected or appointed is

Lawrence E. Blacke, Esq.
Pres./Sec./Dir.

3326 NE 33rd Street
Fort Lauderdale, FL 33308

Sascha Blacke
Sec/Dir.

3326 NE33rd Street
Fort Lauderdale, FL. 33308

Kymerly D. Sumrall
V.P./Treas

3326 NE 33rd Street
Fort Lauderdale, FL 33308

ARTICLE VII. SHAREHOLDERS' RESTRICTIVE AGREEMENT

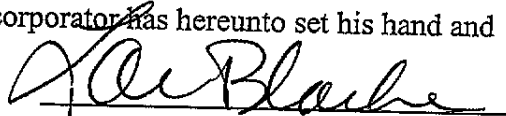
All of the shares of stock of this Corporation may be subject to a Shareholders' Restrictive Agreement containing numerous restrictions on the rights of shareholders of the Corporation and transferability of the shares of stock of the Corporation. A copy of the Shareholders' Restrictive Agreement, if any, is on file at the principal office of the Corporation.

ARTICLE X. INCORPORATORS

The name and street address of the incorporator to these Articles of Incorporation:

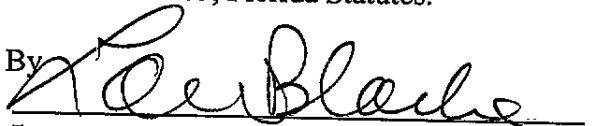
Law Office of
Lawrence E. Blacke, P.A.
3326 NE 33rd Street
Fort Lauderdale, FL 33308

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand and seal on


Lawrence E. Blacke

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

The Law Office of Lawrence E. Blacke, P.A. having been designated as the Registered Agent in the above and foregoing articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By 
Lawrence E. Blacke, Esq.