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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

FLORIDA PROFIT CORPORATION OR P.A.

ALL
ALL TITLES, INC.

Certificate of Status	0
Certified Copy	1
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FILED
01 NOV - 8 PM 3:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BULLOCK NOV 08 2001

11/8/01 12:41 PM

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**ARTICLES OF INCORPORATION
OF
ALL TITLES, INC.**

FILED
31 NOV -8 PM 3:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, hereby execute and acknowledge these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I

NAME AND ADDRESS OF CORPORATION

The name and address of the corporation shall be: **ALL TITLES, INC.** located at 640 S.W. 36th Court, Suite D 36, Miami, Florida 33125.

ARTICLE II

DURATION OF CORPORATION

The corporation shall have a perpetual existence which shall begin on the date of the filing of these Articles of Incorporation with the Department of State.

ARTICLE III

PURPOSE

The general purpose for which the corporation is organized includes the transaction of all lawful business for which corporation may be incorporated under this Chapter.

ARTICLE IV

AUTHORIZED CAPITAL

The corporation shall be authorized to issue 100 shares common stock of \$1.00 par value, for the total authorized capital of \$100.00.

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ARTICLE V

PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his prorata share thereof at the price at which it is offered to others.

ARTICLE VI

INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is: Enrique J. Ventura, Jr.:
640 S.W. 36 Court, Suite D Miami, Florida 33125.

ARTICLE VII

DIRECTORS

This corporation shall have two (2) directors, initially. The name and street address of the initial member of the Board of Director is:

- | | | |
|----|-------------------------|--|
| 1. | Enrique J. Ventura, Jr. | 640 S.W. 36 Court, Suite D
Miami, Florida 33125 |
|----|-------------------------|--|

ARTICLE VIII

INCORPORATOR

The name and address of the Incorporator is:

Enrique J. Ventura, Jr., Esquire
640 S.W. 36 Court Suite D
Coral Gables, Florida 33125

ARTICLE IX

OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

President

Enrique J. Ventura, Jr.
640 S.W. 36 Court, Suite D
Miami, Florida 33125

Secretary

Enrique J. Ventura Jr.
640 S.W. 36 Court Suite D
Miami, Florida 33125

Treasurer

Enrique J. Ventura Jr.
640 S.W. 36 Court Suite D
Miami, Florida 33125

IN WITNESS WHEREOF, the Incorporator has hereunto subscribed
this name, on the 7th day of November, 2001.


ENRIQUE J. VENTURA, JR.

STATE OF FLORIDA)
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 7th day of
November 2001, by Enrique J. Ventura, Jr., who is ✓ personally known or

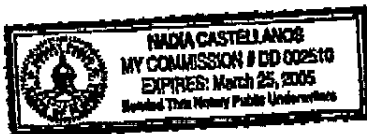
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_____ produced _____ as Identification.



Notary Public,
State of Florida at Large
Print/Type Name:

My Commission Expires:



ACKNOWLEDGMENT

Having been designated to accept service of process for the above named corporation, at the place designated in this Certificate, and agree to comply with the provisions of the Florida Laws relating to keeping open said office.



Enrique J. Ventura, Jr., Registered Agent

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