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FLORIDA PROFIT CORPORATION OR P.A.

ROYAL TITLE HOLDINGS, INC.

Certificate of Status	0
Certified Copy	1
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

November 14, 2001

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SUBJECT: ROYAL TITLE HOLDINGS, INC.
REF: W01000026194

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**ARTICLES OF INCORPORATION
OF
ROYAL TITLE HOLDINGS, INC**

ARTICLE I

The name of this corporation is ROYAL TITLE HOLDINGS, INC.

ARTICLE II

The term for which this corporation shall exist shall be perpetual.

ARTICLE III

The general nature of the business or businesses to be transacted by said corporation shall be as follows:

All business permitted by the Florida Statutes.

ARTICLE IV

The corporation is authorized to issue 100 shares of \$1.00 par value common stock, which shares shall be designated "Common Stock".

ARTICLE V

The Board of Directors shall have the power to adopt, alter, amend or repeal the Bylaws of the corporation.

ARTICLE VI

The principal place of business of this corporation shall be: 591 W. 38th Place, Hialeah, Fl 33012.

The name of the initial registered agent of this corporation is: Cristina De Oliveira. The address of the initial registered agent is: 2701 Le Jeune Road, Suite 345, Coral Gables, Fl. 33134

THIS DOCUMENT PREPARED BY
Cristina De Oliveira, Esq.
De Oliveira & Assoc. P.A.
2701 Le Jeune Road Suite 345
Coral Gables, Fl. 33134
(305) 444-9012
Florida Bar #307157

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ARTICLE VII

This corporation shall initially have as directors those persons who are designated below in this Article. The number of directors may be increased or decreased from time to time by the Bylaws, but shall never be less than one (1) nor more than five (5). The names and addresses of the initial directors of this corporation are:

Martha Toledo

591 W. 38th Place
Hialeah, Fl. 33012ARTICLE VIII

The names and addresses of the officers who are to conduct the business of this corporation until those elected at the first election are as follows:

President

Martha Toledo
591 W. 38th Place
Hialeah, Fl. 33012ARTICLE IX

The name and address of the person signing these Articles is: Martha Toledo, 591 W. 38th Place, Hialeah, Fl. 33012.

ARTICLE X

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

ARTICLE XI

The shareholders of this corporation shall have the right to dissent from any corporate actions from which shareholders are entitled to dissent under the Florida General Corporation Act.

ARTICLE XII

Members of the Board of Directors may participate in meetings of the Board of Directors by means of telephone conference as provided by law.

ARTICLE XIII

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

ARTICLE XIV

The shares of the corporation may be issued pursuant to the provisions of Section 1244 of the Internal Revenue Code in order that the shareholders of the corporation may receive the benefits thereunder.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 14 day of November, 2001.


Martha Toledo

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 14 day of November, 2001 by Martha Toledo who is personally known to me or who has produced (type of identification) as identification and who did (did not) take an oath.



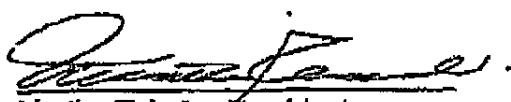
My commission expires:

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Fla. Stats., the following is submitted:
ROYAL TITLE HOLDINGS, INC. with its principal place of business located at 591
W. 38th Place, Hialeah, FL 33012 has named Cristina De Oliveira located at 2701 La Jeune
Road Suite 345, Coral Gables Florida 33134 as its agent to accept service of process within
the State of Florida.

Signature:

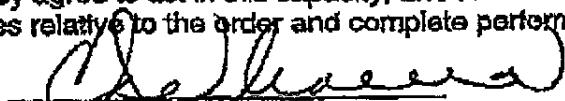


Martha Toledo, President

Dated 11/14/01

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, and I further agree
to comply with the provisions of all statutes relative to the order and complete performance
of my duties.

Signature:



Cristina De Oliveira
Registered Agent

Dated 11/14/01

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