

CORPORATION(S) NAME

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() Limited Partnership () Reinstatement	() Annual Report () Reservation	() Merger () Mark () Other () Change of Registered Agent () After 4:30
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CR2E031 (R8-85)

W.P. Verifier

ARTICLES OF INCORPORATION OF ESTATE AUCTION GROUP, INC.

ARTICLE I - CORPORATE NAME

The name of this corporation is:

ESTATE AUCTION GROUP, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation shall be:

9553 Harding Avenue, Suite 312 Surfside, Florida 33154

ARTICLE III - DURATION

The corporation shall have perpetual existence.

ARTICLE IV - PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated in accordance with applicable Florida Statutes.

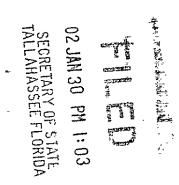
ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of one class of common stock having a par value of \$1.00 per share.

ARTICLE VI - INITIAL REGISTERED AGENT

The street address of the initial registered office of this corporation is:

20801 Biscayne Boulevard, Suite 304 Aventura, Florida 33180



and the name of the initial registered agent of this corporation is: WILLIAM J. SEGAL, ESQ.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director. The number of directors may be increased or decreased from time to time as provided for in the By-Laws, but shall never be less than one (1). The name and address of the initial directors of this corporation are:

MICHAEL A. LEDWITZ c/o William J. Segal, Esq. 20801 Biscayne Boulevard, Suite 304 Aventura, Florida 33180

ARTICLE VIII - INCORPORATORS

The names and addresses of the persons signing the Articles of this corporation are:

MICHAEL A. LEDWITZ c/o William J. Segal, Esq. 20801 Biscayne Boulevard, Suite 304 Aventura, Florida 33180

ARTICLES IX - BY-LAWS

The Board of Directors and the shareholders are both vested with the power to adopt, alter, amend or repeal the By-Laws.

MICHAEL A. LEDWITZ, Inderporator

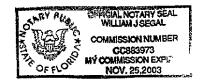
STATE OF FLORIDA)	
,)	SS
COUNTY OF MIAMI-DADE)	

BEFORE ME, personally appeared MICHAEL A. LEDWITZ, [who is personally known to me, to me well known and known to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that she executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this Jonnay_, 2002.

> NOTARY PUBLIC, State_of Florida

My Commission expires:



ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT

Having been named initial registered agent to accept service of process on the corporation at the initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all requirements of law pertaining thereto.

vílľiám J. Se

Registered Agent