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First Florida Title Services, Inc.

21 Southeast First Avenue
Suite 900
Miami, Florida 33131
Telephone (305) 530-8391
FL Wats 1 (800) 749-6394
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January 13, 1995

1995 JAN 19 AM 1:22

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

Secretary of State
Corporations Division
Post Office Box 6327
Tallahassee, Florida 32314

In re: New Filing
O'Rourke & Goldman, P. A.
Our File No. 942575

Dear Sir:

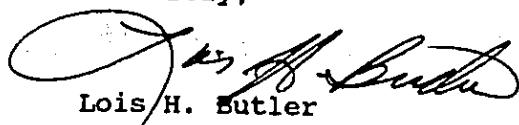
Enclosed please find:

01. Two executed sets of Articles of Incorporation for O'Rourke & Goldman, P.A.
02. Our check for \$70.00 filing fee.
03. Return envelope.

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01/19/95--01070--017
*****70.00 *****70.00

Please return one set of stamped articles in the envelope enclosed.

Sincerely,



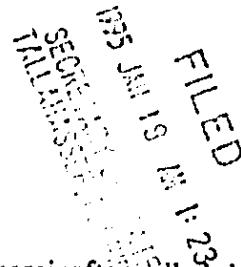
Lois H. Butler

LHB/ss

Enclosures

F. CHESSER JAN 24 1995

ARTICLES OF INCORPORATION
OF
O'ROURKE & GOLDMAN, P. A.



ARTICLE I - NAME

The name of the corporation is O'ROURKE & GOLDMAN, P. A. (hereinafter called the "Corporation") a corporation under the Florida "Professional Service Corporation Act".

ARTICLE II - PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which professional service corporations may be incorporated wherein the professionally licensed persons are a real estate brokers or licensed real estate sales persons as that term is defined under Florida law.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares which the Corporation shall have the authority to issue is 6,000 shares of Common Stock with no par value.

ARTICLE IV - RESTRICTIONS ON SHAREHOLDER

The corporation shall not issue any shares to any person other than individuals who are duly licensed or otherwise legally authorized to render professional services for which this corporation is specifically incorporated.

No voting trusts of shares are allowed in this corporation.

Any professional person who is a shareholder shall immediately divest their shares in the event of a disqualification to render professional services as herein described.

No owner of shares may transfer their shares except to another person who is eligible to be a shareholder.

ARTICLE V - PRINCIPAL PLACE OF BUSINESS

The principal business address shall be 21 Southeast First Avenue, Suite 900, Miami, Florida 33131.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation is located at 21 Southeast First Avenue, Suite 900, Miami, Florida 33131 and the initial agent shall be Steven E. Goldman.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time as provided in the ByLaws of the corporation, but shall never be less than one. The name and address of the initial director of this corporation is:

Steven E. Goldman
21 Southeast First Avenue
Suite 900
Miami, Florida 33131

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

Steven E. Goldman
21 Southeast First Avenue
Suite 900
Miami, Florida 33131

IN WITNESSETH WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 6th day of January, 1995.



Steven E. Goldman
Incorporator and Registered Agent

STATE OF FLORIDA)

COUNTY OF DADE)

Before me, a notary public authorized to take acknowledgements in the state and county set forth above, personally appeared Steven E. Goldman to me and known by me to be the person who acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid, this 6th day of January, 1995.

Notary Public, State of Florida

My Commission Expires:

**CERTIFICATE DESIGNATING THE ADDRESS
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**

WITNESSETH

That O'ROURKE & GOLDMAN, P. A. desiring to organize under the laws of the State of Florida, which will have its principal office in Florida and has named Steven E Goldman, located at:

21 Southeast First Avenue
Suite 900
Miami, Florida 33131

as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

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 proper and complete performance of my duties and I accept the duties and obligations of Section 607.325, Florida Statutes.

Dated this 6th day of January, 1995.


Steven E. Goldman, Registered Agent

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TALLAHASSEE, FLORIDA