P96000011079

23280 Alora Drive Boca Raton, Florida 33433 (407) 750-8636

Jackson 1 20,1996

YIA FEDERAL EXPRESS

Secretary of State Division of Corporations 409 West Gaines Street Tallahassee, FL 32301

Re: Articles of Incorporation for two Corporations

- 1. REO REAL ESTATE INTERNATIONAL, INC.
- 2. MICHELE J. HODKIN, P.A.

Dear Sir/Madam:

Enclosed, please find one original and one copy of each of the Articles of Incorporation for the above referenced corporations which we submit to you, together with our checks in the sum of \$122.50 each; and request filing of each original. Please federal express copies of each Corporation in the enclosed self-addressed federal express envelope.

Your attention to the matter is greatly appreciated and I remain,

Michele I Hodkin

Enclosures Via Federal Express

Speare return both copies of activities

EXPRESS Envelope.

THATKYOU SUMUCKT MICKELL

ARTICLES OF INCORPORATION

96JAN31 PH 2:12

OF

REO REAL ESTATE INTERNATIONAL, INC. SALLANASSEE, FLORI
The undersigned natural person, having capacity to contract and
acting as the Incorporator of this Corporation under the Florida
General Corporation Act adopts the following Articles of
Incorporation for such Corporation, to-wit:

ARTICLE ONE: NAME AND PRINCIPAL OFFICE

The name of the corporation is: REO REAL ESTATE INTERNATIONAL INC.

The address of its principal office is: 1900 Corporate Boulevard,

N.W., Suite 301, West Building, Boca Raton, Florida 33431.

ARTICLE TWO: COMMENCEMENT AND DURATION

The Corporation is to commence its existence upon the filing of these Articles by the Department of State, and will exist perpetually thereafter unless earlier dissolved in the manner prescribed by law.

ARTICLE THREE: PURPOSE AND POWERS

The purpose of the Corporation is to engage in, for profit, any lawful act or activity for which corporations may be organized under the Florida General Corporation Act, and the Corporation shall have such powers as is necessary to effectuate the purpose herein stated.

ARTICLE FOUR: CAPITAL STOCK

The maximum number of shares which the Corporation shall have the authority to issue is Ten Thousand (10,000) shares of One Dollar (\$1.00) par value common stock.

ARTICLE FIVE: PREEMPTIVE RIGHTS

The shareholders of any class or series of stock of the Corporation shall have the preemptive right to subscribe, in proportion to their holdings (rounded to the nearest full share) at the price it is offered to others, for any authorized but unissued or treasury stock of such class or series of the Corporation to be issued.

ARTICLE SIX: MANAGEMENT

The activities and affairs of the Corporation shall be managed by a Board of Directors, the number of members of which shall be such as from time to time shall be fixed by the By-laws of the Corporation; but in no event shall the number be less than one (1). The Board of Directors is expressly authorized to make, alter or repeal the By-laws of the Corporation. The initial Board of Directors shall consist of two (2) directors, whose names and addresses are as follows: Adam J. Hodkin, 1900 Corporate Boulevard, N.W. Suite 301, West Building, Boca Raton, Florida 33431 and Michele J. Hodkin, 1900 Corporate Boulevard, N.W., Suite 301, West Building, Boca Raton, Florida 33431.

ARTICLE SEVEN: INDEMNIFICATION

The Corporation shall have the power to enter into an indemnity

agreement with any officer or director, or any former officer or director, indemnifying the same to the full extent permitted by law.

ARTICLE EIGHT: INITIAL REGISTERED AGENT AND OFFICE
The initial registered agent of the Corporation, and the street
address of the initial registered office of the Corporation in the
State of Florida is: Michele J. Hodkin, 1900 Corporate Boulevard,
N.W., Suite 301, West Building, Boca Raton, Florida 33431.

ARTICLE NINE: INCORPORATOR

The name and address of the incorporator hereunder is: Michele J. Hodkin, 1900 Corporate Boulevard, N.W., Suite 3C1, West Building, Boca Raton, Florida 33431.

ARTICLE TEN: RESERVED POWERS

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by the laws of the State of Florida; and all rights and powers conferred on directors or shareholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned, for the purpose of forming a corporation under the laws of the State of Florida does make, file and record these Articles, and certifies that the facts herein stated are true. In addition, by execution of this instrument, the undersigned, as registered agent states: I hereby cm familiar with and accept the duties and responsibilities as registered agent for said corporation.

Michele J. Hodkin,

Incorporator and Registered Agent

STATE OF FLORIDA COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 30th day of January, 1996 by MICHELE J. HODKIN, who is personally known to me or has produced a current driver's license as identification and did not take an oath.

(Signature of Notary Public)

Show Fiorio

(Printed name of Notary Public)
Notary Public. Serial Number(if any):

My commission expires:

Seal:

