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RENICK, SINGER & KAMBER

ATTORNEYS AT LAW

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KENNETH H. RENICK

LEONARD I. SINGER*

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*ALSO ADMITTED TO PRACTICE IN MASSACHUSETTS

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October 16, 1996

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

10-15-96

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RE: Law Mart Attorney Referral Service, Inc.

Dear Sir or Madam:

Enclosed herewith please find an original and one (1) copy of the Articles of Incorporation of Law Mart Attorney Referral Service, Inc., for filing with your office

Additionally, I am enclosing herewith my check in the amount of \$122.50, representing the filing fee and cost for a certified copy of the filed Articles of Incorporation.

Upon your filing of the enclosed Articles, kindly return a certified copy of same to my office in the stamped, self-addressed envelope enclosed.

Should you have any questions, please do not hesitate to contact my office.

Very truly yours,



DARRYL P. FIGUEROA

DPF:mds
Enclosures

FILED
96 OCT 18 AM 6:31
DIVISION OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

LAW MART ATTORNEY REFERRAL SERVICE, INC.

I, the undersigned, hereby make, subscribe, acknowledge and file these Articles for the purpose of forming a Corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of this Corporation shall be LAW MART ATTORNEY REFERRAL SERVICE, INC.

ARTICLE II

PURPOSE

This Corporation is organized for the purpose of attorney referral services and other lawful business.

ARTICLE III

CAPITAL STOCK

The capital stock of this Corporation shall consist of 100 (one-hundred) shares of common stock no par value, and nonassessable.

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The principal place of business and mailing address of this Corporation shall be 415 U.S. Highway #1, Suite G, Lake Park, Florida 33403. The initial registered office of this Corporation shall be located at 415 U.S. Highway #1, Suite G, Lake Park, Florida 33403, and the name of the initial Registered Agent of this Corporation shall be Kenneth W. Figueroa.

ARTICLE V

INITIAL BOARD OF DIRECTORS

This Corporation shall initially have one (2) Director. The number of Directors may be

changed from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial Directors are Kenneth W. Figueroa and Elizabeth H. Figueroa, whose addresses are 415 U.S. Highway #1, Suite G, Lake Park, Florida 33403.

ARTICLE VI

SPECIAL PROVISIONS

The following special provisions shall govern this Corporation:

1. The time and place of the annual Shareholder's meeting and the annual Director's meeting shall be fixed and provided for in the By-Laws, and notice of same shall be given in one of the methods provided by law. Any Shareholder or Director may waive notice of the time, place and purpose of any meeting, either before, at, or after such meeting.
2. There shall be a President, Vice-President, Secretary and Treasurer of this Corporation, and such assistants as the Shareholder may, by resolution, determine to be necessary and/or as provided in the By-Laws. This Corporation may also have such other officers, assistants and factors as may be determined necessary and provided for by resolution of the Shareholder and/or in the By-Laws. Any person may hold two or more offices. The Shareholder may, at any time, by majority vote at a duly called and noticed meeting, declare any office or directorship vacant or remove any officer or director and elect a successor thereto. Additionally, Director may, at any time, by majority vote at a duly called and noticed meeting, declare any office vacant or remove any officer and elect a successor thereto.
3. The Director may describe a method or methods for replacement of lost certificates and prescribe reasonable conditions by way of security for the issuance of new certificates.
4. No person shall be required to own, hold or control stock in the Corporation as a condition precedent to holding an office or directorship in this Corporation.
5. No contract or other transaction between the Corporation and any other Corporation, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the Officers or Directors of the Corporation is or are interested in, or is an Officer or Director, or are Officers or Directors of such other corporations, and any Officer, Officers or

Directors, individually or jointly, may be a party or parties to, or may be interested in any such contract or transaction of the Corporation, or in which the Corporation is interested, and no contract, act or transaction of the Corporation with any person or persons, firm or Corporation, in the absence of fraud, shall be affected or invalidated by the fact that any Officer, Officers or Directors of the Corporation is a party or parties to or interested in such contract, act or transaction, or in any way connected with such person or persons, firm or Corporation, and each and every person who may become an Officer or Director of this Corporation is hereby relieved from any liability that might otherwise exist from, thus contracting with the Corporation for the benefit of himself or any firm, association or Corporation which he may be in any way interested.

ARTICLE VII

OFFICERS

The officers of the Corporation who shall conduct the business of the Corporation during the first year of its existence, or until their successors are elected and qualified, shall be: Kenneth W. Figueroa, President, Vice President, Secretary, Treasurer.

ARTICLE VIII

INCORPORATOR

The name and address of the incorporator is:

KENNETH W. FIGUEROA
415 U.S. Highway #1, Suite G,
Lake Park, Florida 33403

ARTICLE IX

AMENDMENT

This 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 law, and

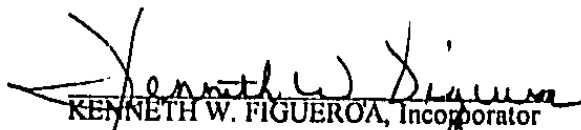
all rights conferred on officers and shareholders herein are granted subject to this reservation.

ARTICLE X
COMMENCEMENT

The Corporation is to exist perpetually commencing on the date of the execution of these Articles of Incorporation, pursuant to Florida Statutes Section 607.167, providing that corporate existence may begin up to five (5) days before the filing with the Secretary of State for the State of Florida.

IN WITNESS WHEREOF, the undersigned Incorporator has subscribed to these Articles of Incorporation this 15th day of October, 1996.

STATE OF FLORIDA }
COUNTY OF PALM BEACH) SS:


KENNETH W. FIGUEROA, Incorporator

Before me, the undersigned authority, personally appeared KENNETH W. FIGUEROA, to be personally known and who has produced _____ as Identification and to be the person described in and who executed the foregoing Articles Of Incorporation and who acknowledged before me that he executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal in the County and State aforesaid this 15 day of October, 1996,


NOTARY PUBLIC,
STATE OF FLORIDA AT LARGE

My Commission Expires:



SUSAN A. GAMMINO
My Commission CC525562
Expires Jan. 16, 2000

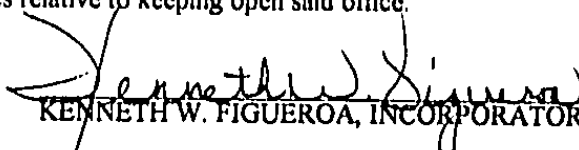
**CERTIFICATE DESIGNATION PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE
STATE, NAMING AGENT WHOM PROCESS MAY BE SERVED**

Pursuant to Section 48.091, Florida Statutes, and Section 607.034, Florida Statutes, the following is submitted in compliance with said Statute.

First: That LAW MART ATTORNEY REFERRAL SERVICE, INC., desiring to organize under the law of the State of Florida, with its principal office as indicated in the Articles of Incorporation at 415 U.S. Highway #1, Suite G, Lake Park, Florida 33403, has named as its registered agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporate, at the place designated in this Certificate, I hereby accept to act in such capacity, and agree to comply with the provisions of said Statutes relative to keeping open said office.


KENNETH W. FIGUEROA, INCORPORATOR

FILED
96 OCT 18 AM 6:31
CLERK OF STATE
TALLAHASSEE, FLORIDA