

P98000018305

EFFECTIVE DATE
2-22-98

February 22, 1998
Dawn Marshall
780 N.E. 69th Street, #1203
Miami, Florida 33138

Florida Secretary of State,
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

200002439392--6
-02/24/98--01072--006
*****70.00 *****70.00

Re: New Corporation - Legal Repricing Inc.

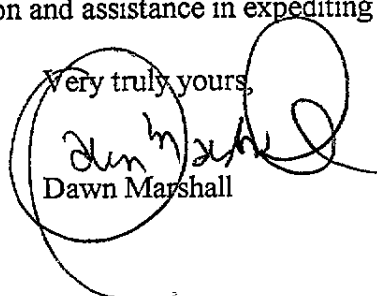
Dear Sir and/or Madam:

Enclosed please find the original Articles of Incorporation, a copy of the Articles, a self-addressed, self-enclosed envelope, and a check made payable to the Secretary of State in the amount of \$70.00 (\$35.00 for new corporation fee and \$35.00 for registered agent designation). Please file the Articles for the new corporation as soon as possible. The copy of the Articles is so that I may receive a date stamped copy of the Articles for my records.

Also, I would like the Certificate of Good Standing sent to me as soon as possible.

Thank you for your anticipated cooperation and assistance in expediting this matter.

Very truly yours,


Dawn Marshall

Enclosure

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98 FEB 24 PM 1:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OK
2-25-98

2-22-98

**ARTICLES OF INCORPORATION
OF
LEGAL REPRICING INC.**

Each undersigned incorporator of these Articles of Incorporation hereby presents these Articles of Incorporation to the Secretary of State of the State of Florida for the formation of a Corporation under the laws of the State of Florida.

ARTICLE I

The name of the Corporation is:

LEGAL REPRICING INC.

ARTICLE II

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any time is 500 shares of One (\$1.00) Dollar par value common stock.

ARTICLE III

- A. This Corporation is to exist perpetually.
- B. The corporate existence of this Corporation shall commence on the date these Articles are executed.

ARTICLE IV

The name of the initial registered agent and the street address of the initial registered office are as follows:

Registered Agent
DAWN MARSHALL

Address of Registered Office
780 N.E. 69TH Street, #1203
Miami, Florida 33138

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V

The name and post office address of each incorporator to these Articles of Incorporation shall be:

| <u>Name</u> | <u>Address</u> |
|---------------|---|
| DAWN MARSHALL | 780 N.E. 69TH Street, #1203 Miami, Florida 33138 |

ARTICLE VI

The initial By-Laws shall be adopted by the Corporation's first Board of Directors. Thereafter, the power to alter, amend, or repeal the By-Laws shall be vested in the stockholders and the directors of the Corporation in the manner set forth in the By-Laws.

ARTICLE VII

The Corporation shall have one (1) director initially. Thereafter the number of directors may be increased or decreased in the manner set forth in the By-Laws, but in no event shall there be less than one director, nor more than three (3) directors.

ARTICLE VIII

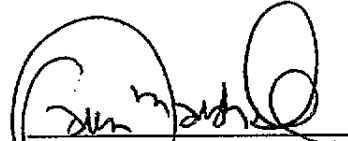
The principal office and the mailing address of the Corporation shall be as follows:

| <u>Principal Office</u> | <u>Mailing Address</u> |
|-------------------------|---|
| DAWN MARSHALL | 780 N.E. 69th Street, #1203 Miami, Florida 33138 |


ARTICLE IX

The Corporation shall indemnify any officer or director or any former officer or director to the fullest extent permitted by law.

IN WITNESS WHEREOF, each incorporator has hereunto executed these Articles of
Incorporation this 22nd day of February 1998, at Miami, Florida.


DAWN MARSHALL

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, THE
UNDERSIGNED AGREES TO ACT IN THIS CAPACITY AND FURTHER AGREES TO
COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER
AND COMPLETE PERFORMANCE OF ITS DUTIES.


DAWN MARSHALL

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA