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5/01/98

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: ACE INDUSTRIES, INC.
CONTACT: PAM FRIEDMAN
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NAME: DIRECT LEGAL, INC.
AUDIT NUMBER.....H98000008323
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
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H98-8323 ARTICLES OF INCORPORATION

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Article 1: Name of Corporation: DIRECT LEGAL, INC.

Address of Corporation: 801 BRICKELL AVENUE, 9th FLOOR
MIAMI, FLORIDA 33131

Article 2: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 100, with a par value of NO PAR.
(PAR VALUE IS NOT REQUIRED).

Article 3: REGISTERED AGENT: JASON M. SKIER

REGISTERED OFFICE: 801 BRICKELL AVENUE, 9th FLOOR
MIAMI, FLORIDA 33131

* I am familiar with and hereby accept the duties and responsibilities as Registered Agent for said corporation.

Jason M Skier 05 / 01 / 98
Signature of Registered Agent Date

Article 4: The Board of Directors are: (BOARD of DIRECTORS is not required).
First listed is President, second is Vice President, then Secretary/Treasurer.

1. _____
2. _____
3. _____

Article 5: The NAME and ADDRESS of the INCORPORATOR is:

JASON M. SKIER
801 BRICKELL AVENUE, 9th FLOOR
MIAMI, FLORIDA 33131

In witness whereof, I have subscribed my name:

Jason M Skier
Signature of Incorporator

Prepared by:
Ace Industries, Inc.
54 NW 11th Street
Miami, FL 33136
(305) 358-2571

H98-8323