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BEST RATE, INC.
C/O A & T ACCOUNTING & TAXES, INC.
7098 BONITA DRIVE
MIAMI BEACH, FLORIDA 33141

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

February 22, 1999

600002788246--7

Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

02/26/99--01034--023

****122.50 *****78.75

In Re: Incorporation of Best Rate, Inc.

To Whom It May Concern,

Enclosed please find the Articles of Incorporation for the aforementioned corporation together with the Registered Agent Certificate and filing fees. Please file same and return the original recorded Articles and corresponding certificate to the following address:

Best Rate, Inc.
c/o A & T Accounting & Tax Service
7098 Bonita Drive
Miami Beach, FL 33141

If you should have any questions, please do not hesitate to contact us at (305) 868-5365 or at the above styled address.

Sincerely yours,

Anthony L. Trullenque

jt/IT

Enclosures

Anthony Trullenque GAVE

AUTHORIZATION BY PHONE TO
CORRECT ~~delete Article of Amendment~~
from title

DATE

DOC. #XAM

P. Hall

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ARTICLES OF INCORPORATION
OF
BEST RATE, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of associating to establish a corporation for the transaction of the business and the promotion and conduct of the objects and purposes hereinafter stated, under the provisions and subject to the requirements of the Laws of the State of Florida, and we do hereby file these Articles of Incorporation in writing and do hereby state as follows, to wit:

ARTICLE ONE
NAME

The name of the corporation is:

BEST RATE, INC.

ARTICLE TWO
DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE
PURPOSE

The general nature and purpose of this corporation is to engage in the following activities:

A.) The authority to engage in and transact, within and without the State of Florida or the United States, any and all lawful activities permitted under the laws of the United States and/or of the State of Florida for which

corporations may be incorporated under Chapter 607 of the Florida Statutes;

B.) The Corporation may more particularly engage in the following businesses and/or activities:

1.) To engage in the business of providing mortgage services and all mortgage related services in the industry including but not limited to private, public or secondary market financing services.

2.) To engage in the financial services business including the rendering of advise, consult and acting directly or indirectly on behalf of the potential client for the procurement and securing of financial services, loans and any and all other financial products.

3.) To engage in the Import/Export industry for the import and export of all goods and products, both durable and other, within the United States and throughout the world;

4.) To engage in the business of landscaping, sales and merchandising without limit of scope and to include any and all other collateral industries;

5.) To engage in the computer industry including but not limited to the repair, service, manufacture and development of computers, computer components and any and all items related directly or indirectly to computers, and arising out of or in connection with the computer industry.

6.) To engage in the business of selling computers,

service, parts and educational training materials, classes and formal class instructions and all other products arising from or in connection with the computer industry including the sale of same in both the United States and throughout the world as wholesalers and/or retailers;

7.) To engaged in the retail and/or wholesale business in durable and non-durable products which includes but is not limited to cellular telephones, internet providers, laptop computers, exports, programs systems, and entertainment products;

8.) To engage in the business of video and telecommunications including but not limited to retail sales.

9.) To engage in the retail sales of video and telecommunication products including but not limited to digital electronic products, computer communications, entertainment videos, audio, software and hardware.

10.) To engage in the business of selling of computer accessories including but not limited to cables, connectors, screens and workstations;

11.) To engage in the business of importing and exporting commodities, goods and any and all other materials, supplies and exportable/importable items permitted under the respective laws of the corresponding jurisdiction;

12.) To engage in the money brokerage business as permitted under the respective jurisdiction in which said business shall be effected;

13.) To engage in the real estate business as principal, agent, broker, and in any lawful capacity, and generally to take, lease, purchase, or otherwise acquire, and to own, use hold (including holding for investment), sell, convey, exchange, lease, mortgage, work, clear, improve, develop, divide, and otherwise handle, manage operate , deal in and dispose of real estate, real property, lands, multiple dwelling structures, houses, buildings, and other works and any interest or right therein;

14.) Furthermore, the corporation may take lease, purchase or otherwise acquire, and own, use, hold, sell, convey, exchange, hire, lease, pledge, mortgage, and otherwise handle, and deal in and dispose of, as principal, agent, broker, and in any lawful capacity, such personal property, chattels, rights, easements, privileges, choses in action, notes, bonds, mortgages, and securities as may lawfully be acquired, held, or disposed of, and to acquire, purchase, sell, assign, transfer, dispose of, and in general deal with, as principal, agent, broker, and in any lawful capacity, mortgages and other interests in real, personal and mixed properties;

15.) To engage and/or carry on a general construction, contracting, building, and realty management business, as principal, agent, representative, contractor, subcontractor, and in any other lawful capacity;

16.) To engage in any and all real estate activities

both domestic and foreign and effect the purchase and sale of all kinds of real estate property of whatever nature and wherever situated.

17.) And to engage in the any and all commercial or other lines of business or businesses as the corporation may deem advisable.

ARTICLE FOUR
CAPITAL STOCK

This corporation shall be authorized to issue one kind of stock which shall be deemed to be Common Stock. The total number of authorized shares shall be ten hundred thousand (10,000) shares. Each share representing 1/10,000 of the ownership of the company. The Corporation shall assign a NO PAR VALUE to each and every share of Common Stock.

ARTICLE FIVE
REGISTERED AGENT AND CORPORATE OFFICE

The name and street address of the initial registered agent of this corporation is:

ELFRIEDE OTH

The corporate address and/or corporate headquarters shall be located at:

707 71ST STREET
MIAMI BEACH, FLORIDA 33141

ARTICLE SIX
INITIAL BOARD OF DIRECTORS

The corporation shall have one (1) director initially. The name and address of the initial director of the corporation is:

ELFRIEDE OTH
265 IROQUOIS STREET
MIAMI SPRINGS, FLORIDA 33166

ARTICLE SEVEN
INCORPORATORS

The initial incorporator is as follow:

ELFRIEDE OTH
265 IROQUOIS STREET
MIAMI SPRINGS, FLORIDA 33166

ARTICLE EIGHT
BY-LAWS


The initial By-laws of this corporation shall be adopted by the directors and shall be altered, amended or repealed from time to time by the Board of Directors.

ARTICLE NINE
AMENDMENT OF ARTICLES OF INCORPORATION

The shareholders are given the right to amend or repeal any provision contained in these Articles of Incorporation, provided that a majority of the shareholders approve of such amendment or repeal. Amendments to the Articles of

Incorporation shall be adopted and approved in the manner set forth under Florida law by the shareholders.

IN WITNESS WHEREOF, we the undersigned, being all the incorporators hereinabove named, do hereby certify that the above Articles of Incorporation are acknowledged and agreed upon among us and we have accordingly set our hands and seals this 22nd day of February, nineteen hundred and ninety nine (1999).


Elfriede Oth, Incorporator

STATE OF FLORIDA)
COUNTY OF MIAMI-DADE)

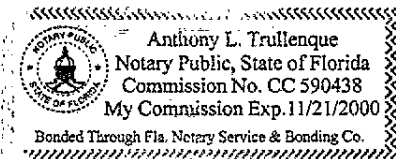
BEFORE ME, a Notary Public authorized to take acknowledgments in the State of Florida County of Miami-Dade, personally appeared :

ELFRIEDE OTH

and known to me and known by me to be the person who executed the foregoing Articles of Incorporation of Best Rate, Inc., a Florida Corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 22nd day of February, nineteen hundred and ninety Nine (1999).

My commission expires:



DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED.

PURSUANT TO THE FLORIDA STATUTES, the following is submitted
in compliance with said Statutes:

FIRST--That BEST RATE, INC. is qualified to do business
under the laws of the State of Florida with its principal
office at 707 71st Street, Miami Beach, Florida, 33141, and
has appointed Elfiede Oth, 265 Iroquois Street, City of Miami
Springs, County of Miami-Dade, State of Florida, as its agent
to accept Service of Process within this State.

ACKNOWLEDGMENT (must be signed by Designated Agent)

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
further agree to comply with the provision of said Statutes
relative to keeping open said office.

BY:

Elfiede Oth
REGISTERED AGENT

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TALLAHASSEE, FLORIDA