

P99000029015

FIRST INVESTORS TITLE SERVICES, INC.

4100 North Miami Avenue, Suite 103
Miami, Florida 33127

Telephone (305) 573-0075
Fax (305) 573-0097

March 23, 1999

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

In re: New Corporation
All American C. S. Inc.
Our File No. 993786

Dear Sir/Madam:

Enclosed please find:

- 1) Articles of Incorporation on All American C. S. Inc. in duplicate.
- 2) Our check in the amount of \$70.00 made payable to the Secretary of State.
- 3) Self addressed stamped envelope.

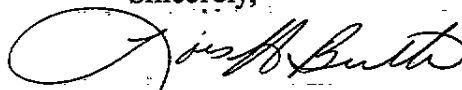
Please send a stamped copy to our offices at your earliest convenience.

Thank you.

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*****70.00 *****70.00

FILED
99 MAR 25 PM 12:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Sincerely,



Lois H. Butler

Dmc
3/30/99

ARTICLES OF INCORPORATION
OF
ALL AMERICAN C. S. INC.

FILED
99 MAR 25 PM 12:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation is ALL AMERICAN C. S. INC. hereinafter called the "Corporation")

ARTICLE II - PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares which the Corporation shall have the authority to issue is 6,000 shares of Common Stock no par value.

ARTICLE IV - PRINCIPAL PLACE OF BUSINESS

The principal business address shall be 4100 North Miami Avenue, Miami, Florida 33127.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation is located at 4100 North Miami Avenue, Miami, Florida 33127 and the initial agent at said address shall be Lois Butler

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time as provided in the ByLaws of the corporation, but shall never be less than one. The names and addresses of the initial directors of this corporation are:

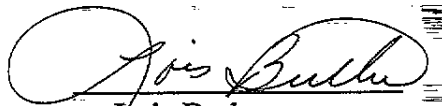
Lois Butler
4100 North Miami Avenue
Miami, Florida 33127

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

Lois Butler
4100 North Miami Avenue
Miami, Florida 33127

IN WITNESSETH WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 23rd day of March, 1999.


Lois Butler

STATE OF FLORIDA)
COUNTY OF DADE)

FILED
99 MAR 25 PM 12:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

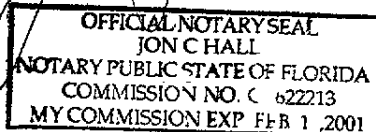
Before me, a notary public authorized to take acknowledgements in the state and county set forth above, personally appeared Lois Butler to me and known by me to be the person who acknowledged before me that she executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid, this 23rd day of March, 1999.



Notary Public, State of Florida

My Commission Expires:



**CERTIFICATE DESIGNATING THE ADDRESS
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**

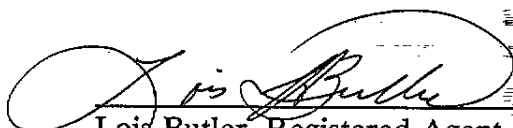
WITNESSETH

That All American C. S. Inc. desiring to organize under the laws of the State of Florida, which will have its principal office in Florida and has named Lois Butler located at 4100 North Miami Avenue, Miami, Florida 33127, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

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 I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and I accept the duties and obligations of Section 607.325, Florida Statutes.

Dated this 23rd day of March, 1999.



Lois Butler, Registered Agent