

P99000042209

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OF COUNSEL:
WARREN J. KOZLOW, P.A.
JEFFREY FINK
*ALSO ADMITTED IN NEW YORK
*ADMITTED IN NEW YORK ONLY

June 22, 1999

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

800002915828--6
-06/25/99--01070--008
*****43.75 *****43.75

Re: Digital Loan Processing, Inc.

Gentlemen:

Enclosed please find the original and one copy of Amended and Restated Articles of Incorporation for Digital Loan Processing, Inc., together with our office check in the amount of \$43.75 payable to the Secretary of State, representing the filing fees.

Please return the certified copy to my attention.

Should you have any questions, please contact me. Thank you for your prompt attention to this matter.

Very truly yours,

Cynthia C. Mendoza

Cynthia C. Mendoza
Legal Assistant to Mr. Ritter

Enclosures

/cm

FILED
99 AUG -5 PM 1:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*Amended
+ Restated*

*Mr. Ritter
was original
incorporator.*

(S)

S. PAYNE AUG 5 1999

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88 Pine Street
New York, NY 10005
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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

July 28, 1999

CYNTHIA C. MENDOZA, LEGAL ASSISTANT
RITTER, CHUSID, BIVONA & COHEN, LLP
7000 WEST PALMETTO PARK ROAD, SUITE 400
BOCA RATON, FL 33433

SUBJECT: DIGITAL LOAN PROCESSING, INC.
Ref. Number: P99000042209

We have received your document for DIGITAL LOAN PROCESSING, INC. and check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Article VIII name Gregory J. Ritter, ESq., as the incorporator. The notary is incorrectly acknowledging Brad Hyman as incorporator.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 899A00038559

RECEIVED

99 AUG -5 4:11:20

DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 30, 1999

CYNTHIA C. MENDOZA, LEGAL ASSISTANT
RITTER, CHUSID, BIVONA & COHEN, LLP
7000 WEST PALMETTO PARK ROAD, SUITE 400
BOCA RATON, FL 33433

SUBJECT: DIGITAL LOAN PROCESSING, INC.
Ref. Number: P99000042209

We have received your document for DIGITAL LOAN PROCESSING, INC. and check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

A certificate must accompany the Restated Articles of Incorporation setting forth either of the following statements: (1) The restatement was adopted by the board of directors and does not contain any amendment requiring shareholder approval. OR (2) If the restatement contains an amendment requiring shareholder approval, the date of adoption of the amendment and a statement setting forth the following: (a) the number of votes cast for the amendment by the shareholders was sufficient for approval (b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 999A00034493

99 JUL 28 PM 3:24
DIVISION OF CORPORATIONS

RECEIVED

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
DIGITAL LOAN PROCESSING, INC.

FILED
99 AUG -5 PM 1:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, for the purpose of forming a corporation for profit pursuant to Chapter 607, Florida Statutes, does hereby adopt the following Articles of Incorporation:

ARTICLE I
NAME OF CORPORATION

The name of the corporation shall be:

Digital Loan Processing, Inc. (the "Corporation")

ARTICLE II
GENERAL NATURE OF BUSINESS

The general nature of the business to be transacted by the Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida.

ARTICLE III
CAPITAL STOCK

A. The total authorized capital stock of the Corporation is one thousand (1,000) shares of Common Stock, par value One Dollar (\$1.00) per share.

B. Every shareholder, upon the sale for cash of any new stock of the Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro

rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE IV
TERM OF EXISTENCE

The Corporation shall exist perpetually.

ARTICLE V
ADDRESS OF PRINCIPAL OFFICE IN THIS STATE

The initial street address of the principal office of the Corporation in the State of Florida is 3487 Hiatus Road, Sunrise, Florida 33351. The Board of Directors may from time to time move the principal office to another address in Florida.

ARTICLE VI
NUMBER OF DIRECTORS

The Corporation shall have not less than one (1) Director.

ARTICLE VII
BOARD OF DIRECTORS

The names and street addresses of the members of the Board of Directors are:

Brad Hyman
3487 Hiatus Road
Sunrise, FL 33351

ARTICLE VIII
INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is Gregory J. Ritter, Esq., 7000 W. Palmetto Park Road, Suite 400, Boca Raton, FL 33433.

ARTICLE IX
REGISTERED OFFICE AND AGENT

The street address of the registered office of the Corporation is 7000 West Palmetto Park Road, Suite 400, Boca Raton, Florida 33433, and the name of the registered agent of the Corporation at that address is Gregory J. Ritter, Esquire.

ARTICLE X
VOTING ON AMENDING ARTICLES

This Amendment was adopted and approved on June 22, 1999 by the stockholders of the Corporation. The number of votes cast for the amendment by the stockholders was sufficient for approval.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 23rd day of July, 1999.



BRAD HYMAN, Sole Director and President

STATE OF FLORIDA)
) SS:
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 23rd day of July, 1999, by Brad Hyman, as ~~incorporator to these~~ sole director and President

of the Corporation,

~~Articles~~, who is personally known to me or who has produced
_____ as identification and who did not take an
oath.

My Commission Expires:

Cynthia C. Mendoza
NOTARY PUBLIC, State of Florida
Print name: Cynthia C. Mendoza



Cynthia C. Mendoza
MY COMMISSION # CC5773
August 27, 2000
BONDED THRU TROY FAIR INSURANCE, INC.



Cynthia C. Mendoza
MY COMMISSION # CC5773 EXPIRES
August 27, 2000
BONDED THRU TROY FAIR INSURANCE, INC.