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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

AMERICAN CLASSIC TITLE COMPANY

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ARTICLES OF INCORPORATION
OF
AMERICAN CLASSIC TITLE COMPANY

WE, the undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate ourselves together in order to form a Corporation for Profit under the provisions of Section 607 of the Florida Statutes, with all the powers, rights, privileges, and immunities, and to that end we do, by these Articles, set forth:

ARTICLE I - NAME

The name of this corporation shall be: AMERICAN CLASSIC TITLE COMPANY
(Hereinafter referred to as "the corporation"). Its mailing address is 10621 North Kendall Drive, Suite 204, Miami, Florida 33176.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation shall be permitted to conduct any business as permitted under the laws of the United States and of the State of Florida.

ARTICLE IV - CAPITAL STOCKS

This corporation is authorized to issue two hundred (200) shares of Ten Dollar (\$10.00) par value common stock, which shall be designated into voting and non-voting shares. One hundred (100) shares shall be designated "Non-Voting Shares" and one hundred (100) shares shall be designated "Voting Shares".

Prepared By:
Alexander G. Cubas, P.A.
10621 No. Kendall Drive, Suite 204
Miami, Florida 33176
(305) 595-6337

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ARTICLE V - REGISTERED OFFICE

The name of the initial registered agent of this corporation is Alexander G. Cubas, P.A., and its address is 10621 North Kendall Drive, Suite 204, Miami, Florida 33176.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) director, initially. The number of directors may increase or decrease periodically through the By-laws, but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

NAME	ADDRESS
Alexander G. Cubas	10621 No. Kendall Drive, Suite 204 Miami, Florida 33176
Ralph Oller	10621 No. Kendall Drive, Suite 204 Miami, Florida 33176

- (a) Members of the Board of Directors shall be elected and shall hold office in accordance with the By-laws of this corporation;
- (b) The business affairs of this corporation shall be managed by the Board of Directors, and;
- (c) The Board of Directors shall be shareholders in the corporation.

ARTICLE VII - BYLAWS

The By-laws of this corporation may be adopted, altered, amended or repealed by either the shareholders or directors.

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ARTICLE VIII - INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE IX - INCORPORATORS

The name of the person signing these Articles of Incorporation is Alexander G. Cubas, whose address is 10621 North Kendall Drive, Suite 204, Miami, Florida 33176.

ARTICLE X - AMENDMENTS

This corporation reserves the right to amend or repeal any provision in these Articles of Incorporation, in accordance with the provisions of the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this 26th day of October, 1999.



L.S.

ALEXANDER G. CUBAS
Incorporator

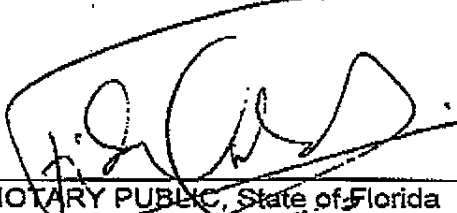
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ACKNOWLEDGMENT

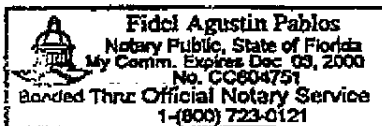
STATE OF FLORIDA
COUNTY OF MIAMI-DADE

BEFORE ME, the undersigned authority, a Notary Public in and for the State of Florida, duly qualified and commissioned by the Governor and Secretary of State of Florida, personally appeared ALEXANDER G. CUBAS, personally known to me, or who produced the following identification _____, to be the person described herein as the subscriber and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he did executed and subscribed the same.

IN TESTIMONY WHEREOF, I have hereunto set my hand and attached my official seal of office this 26th day of October, 1999, in Miami-Dade County, in the State of Florida.



NOTARY PUBLIC, State of Florida
My Commission Expires:



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AMERICAN CLASSIC TITLE COMPANY

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING REGISTERED OFFICE AND REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH FLORIDA STATUTES §607, THE FOLLOWING IS SUBMITTED:

FIRST — That AMERICAN CLASSIC TITLE COMPANY, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, in Miami-Dade County, in the State of Florida, has named Alexander G. Cubas, P.A., whose address is 10621 North Kendall Drive, Suite 204, Miami, Florida 33176 as its registered agent to accept service of process within the State of Florida.

ACCEPTANCE:

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

DATED this 26th day of October, 1999.

ALEXANDER G. CUBAS, P.A., a Florida personal service corporation.

By:



Alexander G. Cubas, President
Registered Agent

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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