

Thursday, November 4, 1999

Division of Corporations

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Florida Department of State
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

November 5, 1999

CORPORATE CREATIONS

SUBJECT: NATIONAL FORECLOSURE.COM, INC.
REF: W99000025581

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
NATIONAL FORECLOSURE.COM, INC.

ARTICLE I
Name

The name of the corporation is NATIONAL FORECLOSURE.COM, INC.

ARTICLE II
Duration

This corporation shall have a perpetual existence, unless dissolved according to law, commencing on the 4th day of November, 1999.

ARTICLE III
Purpose

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE IV
Capital Stock

This corporation is authorized to issue ONE THOUSAND (1,000) shares of ONE AND NO/100 DOLLARS (\$1.00) par value common stock, which shall be designated "Common Shares."

ARTICLE V
Principal Office; Initial Registered Office and Agent

The street address of the initial principal office of this corporation is: 2000 PGA Boulevard, Suite 3206, Palm Beach Gardens, Florida 33408 and the street address of the initial registered office of this corporation is: Therrel Baisden, P.A., SunTrust International Center, One S.E. 3rd Avenue, Suite 2400, Miami, Florida 33131, and the name of the initial registered agent of this corporation at that address is: Mark M. Hasner, Esq.

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ARTICLE VI
Initial Board of Directors

This corporation shall initially have two (2) directors. The number of directors may be increased or decreased from time to time by the By-laws, but shall never be less than one (1). The name and address of the initial directors of this corporation are: Joseph F. Biggins, 2000 PGA Boulevard, Suite 3206, Palm Beach Gardens, Florida 33408 and Alan Reichstein, 3200 North Military Trail, Suite 350, Boca Raton, Florida 33431.

ARTICLE VII
Incorporator

The name and address of the person signing these Articles is: Mark M. Hasner, Esq., Therrel Baisden, P.A., SunTrust International Center, One S.E. 3rd Avenue, Suite 2400, Miami, Florida 33131.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 4th day of November, 1999.

STATE OF FLORIDA:

SS:

COUNTY OF MIAMI-DADE:

MARK M. HASNER, Incorporator

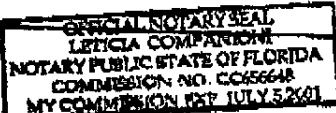
The foregoing instrument was acknowledged before me this 4th day of November, 1999, by MARK M. HASNER, ESQ., who is personally known to me or who has produced ~~as~~ identification.

Notary Public, State of Florida
at Large

Leticia Companion

Type/Print/or Stamp Name of Notary

My Commission Expires:



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

NATIONAL FORECLOSURE.COM, INC.

In pursuance of the Florida Statutes, the following is submitted, in compliance with said Act:

First--that NATIONAL FORECLOSURE.COM, INC., desiring to organize under the laws of the State of Florida with its principal office at: 2000 PGA Boulevard, Suite 3206, Palm Beach Gardens, Florida 33408, has named MARK M. HASNER, Esq., located at SunTrust International Center, One S.E. 3rd Avenue, Suite 2400, Miami, Florida 33131, as its agent to accept service of process within this state.

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.


MARK M. HASNER

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