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DAVID F. TEGELER

March 21, 2000

Secretary of State
Division of Corporations
Bureau of Corporate Records
409 East Gaines Street
Post Office Box 6327
Tallahassee, Florida 32314-6327

3000003182313--8
-03/23/00--01129--009
*****78.75 *****78.75

Re: ECRocket, Inc.

Dear Sir or Madam:

I am enclosing our firm check in the amount of \$78.75 in connection with the above corporation for the following:

Filing Fee	\$35.00
Certified Copy	8.75
Registered Agent Fee	<u>35.00</u>
TOTAL	\$78.75

FILED
MAR 23 PM 3:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I am also enclosing the original and a copy of the Articles of Incorporation and the Acceptance of Designation as Registered Agent. Please return the copy to this office once it has been certified.

Your assistance in this matter is appreciated.

Very truly yours,


LAWRENCE J. PHALIN

LJP:
Enclosures

cc: Bobby Douglas

gk 3/28

ARTICLES OF INCORPORATION

OF

ECRocket, Inc.

ARTICLE I

The name of this Corporation is ECRocket, Inc.

ARTICLE II

The Corporation may engage in any and all lawful businesses for which corporations may be incorporated under Chapter 607, Florida Statutes. While pursuing its purposes, the Corporation may exercise the powers granted now or in the future by Chapter 607, Florida Statutes, and by common law.

ARTICLE III

The aggregate number of shares which the Corporation shall have the authority to issue shall be sixty shares of common stock, no par value.

ARTICLE IV

The street address of the place of business of the Corporation is 407 CenterPointe Circle, Suite 1603, Altamonte Springs, Florida 32701. The address of the initial registered office maintained pursuant to Section 607.0501 F.S. is 225 East Robinson Street, Suite 600, Landmark Center II, Orlando, Florida 32801, and the name of the Corporation's initial registered agent to receive service of process is Lawrence J. Phalin.

The number of Directors constituting the initial Board of Directors is two. The number of Directors may be changed by Resolution of the Directors as provided in the Bylaws. The names and addresses of the Directors are:

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00 MAR 23 PM 3:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name

Bobby Douglas

John Coryat

Address

407 CenterPointe Circle, Suite 1603
Altamonte Springs, Florida 32701

407 CenterPointe Circle, Suite 1603
Altamonte Springs, Florida 32701

ARTICLE V

The name and address of the incorporator is Lawrence J. Phalin, 255 East Robinson Street, Suite 600, Landmark Center II, Orlando, Florida 32801.

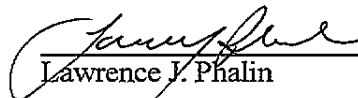
ARTICLE VI

It is the intention of the Corporation to indemnify its officers, directors, employees, and agents to the extent permitted by Section 607.0850, Florida Statutes.

ARTICLE VII

The Corporation, its shareholders, or any combination of the Corporation and its shareholders, may enter into agreements limiting or restricting free transfer of shares of its capital stock. Any such agreements will be valid and enforceable among the parties to such agreements, and when the existence of such agreement is noted on the face or on the back of certificates representing any such shares, such agreement will be binding and enforceable upon any transferee or successor of any party to such agreement.

DATED: March 21, 2000.



Lawrence J. Phalin

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me on MARCH 21, 2000, by
Lawrence J. Phalin. He is personally known to me or has produced
_____ (type of identification) as identification.

Dorothy Harper
Name: DOROTHY HARPER
(Print Name)

(AFFIX NOTARY SEAL)

Notary Public - State of Florida

My Commission Expires:



Dorothy Harper
MY COMMISSION # CC572555 EXPIRES
November 8, 2000
BONDED THRU TROY FAIR INSURANCE, INC.

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That ECRocket, Inc., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at 407 CenterPointe Circle, Suite 1603, Altamonte Springs, Florida 32701 Seminole County, State of Florida, has named LAWRENCE J. PHALIN as its agent to accept service of process within the State.

ACKNOWLEDGMENT

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 agree to comply with the provisions of said Act relative to keeping open said office.


LAWRENCE J. PHALIN
(Registered Agent)

FILED
00 MAR 23 PM 3:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA