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From: Account Name : ALBERT J. XIQUES, ESQ.
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FLORIDA PROFIT CORPORATION OR P.A.

ECCorp Equity Consulting, Inc.

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Fax Audit No. H00000058134

**ARTICLES OF INCORPORATION
OF
ECCORP EQUITY CONSULTING, INC.**

**ARTICLE I
NAME**

The name of the corporation is **ECCorp Equity Consulting, Inc.** The mailing address of the corporation shall be 1000 Brickell Avenue, Suite 660, Miami, FL 33131.

**ARTICLE II
DURATION**

This corporation shall have a perpetual existence commencing upon filing of the Articles of Incorporation with the Secretary of State.

**ARTICLE III
PURPOSE**

The corporation shall be authorized to engage in and transact any and all lawful business within and without the State of Florida or United States for which corporations may be incorporated under Chapter 607, Florida Statutes, as amended and supplemented.

Fax Audit No. H00000058134
This instrument prepared by:
Alberto J. Xiques, Esq.
Fla. Bar No. 948217
RODRIGUEZ & MACHADO, P.A.
1000 Brickell Avenue, Suite 660
Miami, Florida 33131
(305) 377-1000

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ARTICLE IV
POWERS

The corporation shall have all of the powers conferred upon corporations organized pursuant to the provisions of Chapter 607, Florida Statutes, as amended and supplemented.

ARTICLE V
CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value common stock (the "Common Shares"). All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one (1) vote for each share on all matters on which shareholders have the right to vote.

ARTICLE VI
INCORPORATOR

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

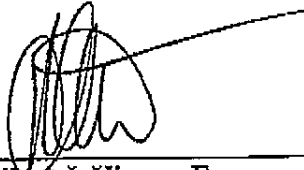
Albert J. Xiques, Esq.
Rodriguez & Machado, P.A.
1000 Brickell Avenue, Suite 660
Miami, Florida 33131

ARTICLE VII
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1000 Brickell Avenue, Suite 660, Miami, Florida 33131, and the name of the initial registered agent of this corporation at that address is Albert J. Xiques, Esq.

Fax Audit No. H00000058134

IN WITNESS WHEREOF, I have made and subscribed these Articles of Incorporation this
3rd day of November, 2000.

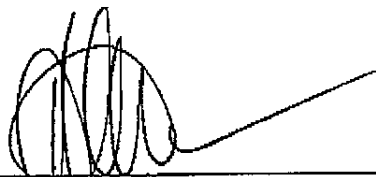


Albert J. Xiques, Esq.
Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above corporation at the place designated in the Articles of Incorporation, we hereby accept this appointment of, and designation as, registered agent for service of process within the State of Florida of the proposed corporation named in the Articles of Incorporation hereinabove set forth and do hereby further state that we may be found as registered agent for service of process upon said proposed corporation at the address set forth in Article VII of such Articles.

IN WITNESS WHEREOF, as said registered agent, we have caused this Statement to be signed on this 3rd day of November, 2000.

By  _____
Albert J. Xiques, Esq.

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