



PO1 0000001887

ECS HOLDINGS, INC.
1001 Ives Dairy Road, Suite 206
North Miami, FL 33179
(305) 944-9990 / (305) 947-9990 fax
1-800-222-2443

VIA OVERNIGHT MAIL

December 29, 2000

FLORIDA DEPARTMENT OF STATE
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

FILED
01 JAN -4 AM 11:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

To Whom It May Concern:

Enclosed is an original and one copy of the Articles of Incorporation for the following:

ECS of California, Inc.

Please record and return one copy to my attention in the enclosed envelope. In addition I have enclosed a check in the amount of \$78.75 for the recording of this corporation, and the amount of \$78.75 for the corporation of Schillinger ECS, LLC which has already been filed.

If anything further is needed, please do not hesitate to contact me at (305) 944-9990.

Sincerely,

Susan Greco
Office Manager

Enclosure

400003524874--5
-01/05/01--01037--001
****157.50 *****78.75

EW
1/5

ARTICLES OF INCORPORATION
OF
ECS OF CALIFORNIA, INC.

The undersigned incorporator does hereby make, subscribe, file and acknowledge these Articles of Incorporation for the purpose of organizing a corporation under the as a Florida Corporation.

ARTICLE I

The name of this Corporation shall be:

ECS OF CALIFORNIA, INC.

ARTICLE II

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and the mailing address of the Corporation is 1001 Ives Dairy Road, Suite 206, North Miami, Florida 33179.

ARTICLE III

AUTHORIZED SHARES

The total authorized capital stock of this Corporation shall consist of 7,500 shares of Common Stock, par value \$1.00 per share.

ARTICLE IV

ADDRESS OF REGISTERED OFFICE IN THIS STATE

The street address of the initial registered office of this Corporation in the State of Florida is 1001 Ives Dairy Road, Suite 206, North Miami, Florida 33179 and the initial registered agent of this Corporation at that address shall be David Schillinger.

FILED
01 JAN -4 AM 11:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

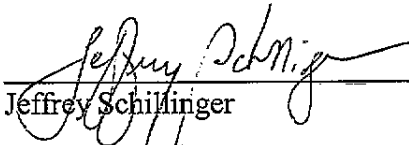
ARTICLE V

INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is:


Jeffrey Schillinger
Suite 206
1001 Ives Dairy Road, Suite 206
North Miami, FL 33179

IN WITNESS WHEREOF, I have hereunto subscribed my hand and seal this 29th day of December, 2000.



Jeffrey Schillinger

THE UNDERSIGNED, named as the registered agent in Article V of these Articles of Incorporation, hereby accepts the appointment as such registered agent, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under, the Florida Business Corporation Act, including specifically Section 607.0505.



Jeffrey Schillinger