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Offices of Walter B. Lebowitz, Esq.

Member of California Bar Only, State of Florida Licensed and Bonded Public Adjuster

12555 Biscayne Blvd., # 924, Miami, FL 33181

Phone: 305-893-0000 ☎ ☎ ☎ Fax: 305-893-0007

01 SEP 10 PM 1:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

September 6, 2001

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

600004578066--9
-09/10/01--01084--018
*****70.00 *****70.00

Re: NEXT LEVEL TECHNOLOGIES, INC.

Gentleman:

Enclosed please find my Check in the sum of \$70.00 for payment of the filing fee and registered agent's fee for the above new corporation to be filed for record.

Please mail me the enclosed copy after you stamp and date the same showing when it was filed for record.

I CHECKED THE INTERNET FOR NAME AVAILABILITY PRIOR TO MAILING THIS CORPORATION AND FIND THAT THIS NAME WAS AVAILABLE. IF IT IS NOT OR If you have any question regarding the above, please call me at (305) 893-0000.

I will accept a collect call if necessary.

Thank you for your cooperation.

Yours very truly,


Walter B. Lebowitz

C:\COV CORP next level

PLEASE RUSH
THANK YOU

C. BLALOCK SEP 13 2001

ARTICLES OF INCORPORATION OF
NEXT LEVEL TECHNOLOGIES, INC.

ARTICLE I - NAME

The name of this Corporation is: **NEXT LEVEL TECHNOLOGIES, INC.**

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and/or all lawful business, especially anything relating to Computers and/or Technologies.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000,000 shares of common stock, at one cent (\$.001) par value, per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal and registered Office of this corporation is 2761 Ocean Club Blvd, #204, Hollywood, Florida 33019, and the name of the initial registered agent of this corporation at that address is, LUIS F. ECHEVERRY.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have One (1), Director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the By Laws. The names and addresses of the initial Board of Directors of this corporation is/are:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NAME

ADDRESS

LUIS F. ECHEVERRY, 2761 Ocean Club Blvd, #204, Hollywood, Florida 33019.
Director and President

ARTICLE VII - INCORPORATORS

The name and address of each person signing these Articles
is/are:

NAME

ADDRESS

LUIS F. ECHEVERRY, 2761 Ocean Club Blvd, #204, Hollywood, Florida 33019
Director and President

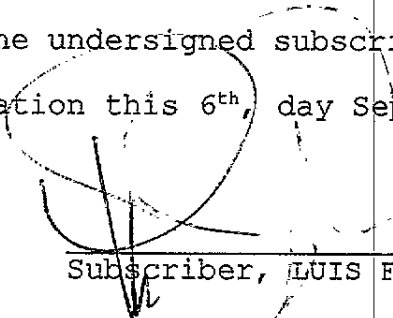
ARTICLE VIII - INDEMNIFICATION

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

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any
provision contained in these Articles of Incorporation, or any
amendment hereto, and any right conferred upon the shareholders
is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed
these Articles of Incorporation this 6th, day September, 2001.


Subscriber, LUIS F. ECHEVERRY

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, LUIS F. ECHEVERRY, HAVING A BUSINESS OFFICE AT, 2761 Ocean Club Blvd, #204, Hollywood, Florida 33019, Director and President and, having been designated as the Registered Agent in the above and foregoing Articles, and to accept service of process for the above stated Corporation at my business address, am familiar with and accept the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes. I further agree to comply with the provisions of said Statutes relating to the proper and complete performance of my duties as registered agent.



LUIS F. ECHEVERRY
2761 Ocean Club Blvd, #204
Hollywood, Florida 33019.

Date: September 6, 2001

C:res agent Echeverry