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Florida Department of State
Division of Corporations
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FLORIDA PROFIT CORPORATION OR P.A.

ECHELON VENTURES, INC.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

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**ARTICLES OF INCORPORATION
OF
ECHELON VENTURES, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE I
NAME**

The name of the corporation is ECHELON VENTURES, INC. (hereinafter referred to as the "Corporation").

**ARTICLE II
PRINCIPAL OFFICE**

The principal office of the Corporation is *280 Northwest 185th Terrace, Miami, Florida 33169* or in any other city in the State of Florida designated by the Board of Directors from time to time.

**ARTICLE III
REGISTERED AGENT**

The name of the Corporation's registered agent in the State of Florida is *Kareem Id-Deen Ali, 280 Northwest 185th Terrace, Miami, Florida 33169*.

**ARTICLE IV
INCORPORATOR**

The name and address of the Incorporator of the Corporation is:

Kareem Id-Deen Ali
280 N.W. 185th Terrace
Miami, Florida 33169

**ARTICLE V
PURPOSE**

The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida, and the Corporation shall have all of the powers conferred upon corporations organized under the laws of the State of Florida to carry out such purpose.

**ARTICLE VI
TERM**

The Corporation shall have perpetual existence.

**ARTICLE VII
CAPITAL STOCK**

The Corporation is authorized to issue 1,000 shares of common stock, par value \$.01 per share.

**ARTICLE VIII
INDEMNIFICATION**

The Corporation shall indemnify any director or officer to the fullest extent permitted by Florida law.

**ARTICLE IX
DIRECTORS**

The Corporation shall have one director initially and the number of directors may be increased or diminished from time to time as provided in the Bylaws but shall never be less than one. The name and address of the initial director is:

Kareem Id-Deen Ali
280 N.W. 185th Terrace
Miami, Florida 33169

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on this 6th day of February, 2002.

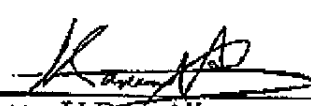


Kareem Id-Deen Ali, Incorporator

**ACCEPTANCE OF APPOINTMENT
OF
REGISTERED AGENT
OF
ECHELON VENTURES, INC.**

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.

By: _____


Kareem Id-Deen Ali

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TALLAHASSEE, FLORIDA

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