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STATE
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

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

SUBJECT: RSG, INC.

(Proposed Corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

<input checked="" type="checkbox"/> \$70.00 Filing Fee	<input type="checkbox"/> \$78.75 Filing Fee & Certificate	<input type="checkbox"/> \$78.75 Filing Fee & Certified Copy	<input type="checkbox"/> \$ 87.50 Filing Fee, Certified Copy & Certificate
ADDITIONAL COPY REQUIRED			

FROM: Robert G. Zinn

Name (Printed or typed)

1548 SE 14th Street

Address

Fort Lauderdale, FL 33316

City, State, ZIP

954-525-0238

Daytime Telephone number

NOTE: please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

November 22, 2002

ROBERT G. ZINN
1548 SE 14TH ST
FT LAUDERDALE, FL 33316

SUBJECT: RSG, INC.
Ref. Number: W02000033358

We have received your document for RSG, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6925.

Cynthia Blalock
Document Specialist
New Filing Section

Letter Number: 602A00063271

ARTICLES OF INCORPORATION
OF
Ecommnow, Inc.

The Undersigned Incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

Ecommnow, Inc.

ARTICLE II - PLACE OF BUSINESS

The address of the corporation is:

1548 Southeast 14 Street
Fort Lauderdale, Florida 33316
County of Broward

ARTICLE III - NATURE OF BUSINESS

This corporation is organized for the purpose of engaging in or transacting any or all lawful activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue ONE THOUSAND (1,000) shares of ONE DOLLAR (\$1.00) par value Common Stock, which shall be designated "Common Shares".

This corporation shall have TWO (2) shareholder each owning shares as follows:

Robert G. Zinn, Jr.
500 shares

Sarosh G. Jacob
500 shares

ARTICLE V - INITIAL BOARD OF DIRECTORS AND OFFICERS

This corporation shall have TWO (2) directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than two (2). The name(s) and address(es) of director(s) is(are) as follows:

Robert G. Zinn, Jr.
1548 Southeast 14 Street
Fort Lauderdale, Florida 33316
County of Broward

Sarosh G. Jacob
5880 SW 74th Terr. #8a
Miami, FL
County of Miami-Dade

This corporation shall have TWO (2) officers initially. The number of The name(s) and address(es) of director(s) is(are) as follows:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

President

Sarosh G. Jacob
5880 SW 74th Terr. #8a
Miami, FL
County of Miami-Dade
Robert G. Zinn, Jr.
1548 Southeast 14 Street
Fort Lauderdale, Florida 33316
County of Broward

Vice President

ARTICLE VI - INITIAL REGISTERED AGENT

The name and address of the Initial Registered Agent is:

Robert G. Zinn, Jr.
1548 Southeast 14 Street
Fort Lauderdale, Florida 33316
County of Broward

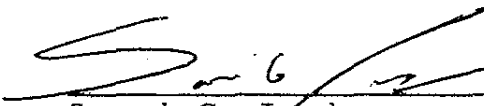
ARTICLE VII - INCORPORATOR(S)

The name and address of the undersigned incorporator(s) to these Articles of incorporation is as follows:

Sarosh G. Jacob
5880 SW 74th Terr. #8a
Miami, FL
County of Miami-Dade

Robert G. Zinn, Jr.
1548 Southeast 14 Street
Fort Lauderdale, Florida 33316
County of Broward

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 3rd of December, 2002


Sarosh G. Jacob


Robert G. Zinn, Jr.

CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

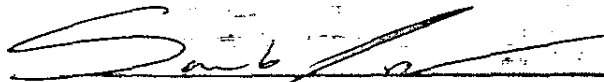
1. The name of the corporation is:

Ecommow, Inc.

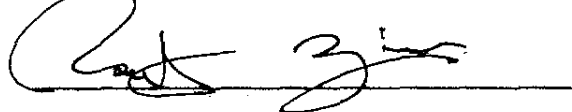
2. The name and address of the registered agent and office is:

Robert G. Zinn, Jr.
1548 Southeast 14 Street
Fort Lauderdale, Florida 33316
County of Broward

Signature of Incorporators



Sarosh G. Jacob



Robert G. Zinn, Jr.

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 I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

Signature of Registered Agent

12-3-02

Date



Robert G. Zinn, Jr.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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