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| (Business Entity Name)                     |
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| Special Instructions to Filing Officer:    |
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DIVISION OF CORRESPONDEN



| OFFICE USE ONLY(DOCUMENT #)  |                                  |  |
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| LAZARUS CORPORATE FILING SEI   | RVICE                            |  |
| 3320 S.W. 87 AVENUE  |                                  |  |
| MIAMI, FLORIDA (305)552-5973   |                                  |  |
| TERESA ROMAN ( TALLAHASSEE REPRESEN  | NTATIVE)                         |  |
| •  | OFFICE USE ONLY                  |  |
| CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):  1. DESITEK, INC. (Corporation Name) (Document #)   |                                  |  |
| 2.   | (Document #)                     |  |
| (Corporation Name)   | (Document #)                     |  |
| 3. (Corporation Name)  |                                  |  |
| 4.   | (Document #)                     |  |
| (Corporation Name)   | (Document #)                     |  |
| Walk in Pick up time 2.00  | Certified Copy                   |  |
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| NEW FILINGS  | AMENDMENTS                       |  |
| Profit Amer  | ndment                           |  |
| NonProfit Resig  | nation of R.A., Officer/Director |  |
| . Limited Liability Change   | ge of Registered Agent           |  |
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Other

Examiner's Initials

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# FLORIDA DEPARTMENT OF STATE Ken Detzner Secretary of State

January 24, 2003

**LAZARUS** 

SUBJECT: DESITEK, INC. Ref. Number: W03000002221

PEB 19 MIL 02

We have received your document for DESITEK, INC.. However, the document has not been filed and is being returned for the following:

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.

The document number of the name conflict is P95000007953.

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) 245-6934.

Loria Poole Corporate Specialist New Filings Section

Letter Number: 903A00004548

# ARTICLES OF INCORPORATION

OF

ECRS, INC.

O3 FEB 19 AH 9: 03
SECRETARY OF JAIL
NAMES OF TORIDITION

The undersigned subscriber who is of legal age and competent to contract, for the purpose of forming a corporation under the laws of the State of Florida, hereby adopts and acknowledges the following Articles of Incorporation for this Corporation:

#### ARTICLE I

The name of this Corporation shall be:

ECRS, INC.

The principal address of this Corporation shall be:

800 North Miami Avenue/Suite 1202

Miami, Florida 33136

# ARTICLE II

The general nature of this business and the objects and purposes proposed to be transacted and carried on is internet car sales to the same extent as natural persons might or could do and specifically the Corporation may engage in any activity or business permitted under the laws of the United States and/or the State of Florida.

# ARTICLE III

The capital stock authorized the par value thereof, and the characteristics of such stock shall be as follows: \$1.00 par value, 1000 shares authorized and 1000 shares issued and outstanding.

Said stock shall be payable in whole or in part, in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation, at such valuations as may be determined, from time to time, by the Board of Directors of the Corporation.

# ARTICLÉ IV

This Corporation shall exist perpetually, unless sooner dissolved according to law, commencing on the date of the execution and acknowledgement of these Articles.

#### ARTICLEV

The street address of the initial registered office of this Corporation is 800 North Miami Avenue, Suite 1202. Miami, Florida 33136 and the same of the initial Registered Agent of this Corporation at that address is Mario Ojeda.

# ARTICLE VI

The number of Director(s) of this Corporation shall initially be one (1). The Board of Directors shall manage this Corporation. The exact number of Director(s) may be increased or decreased, from time to time, by the Laws of the Corporation, but at no time shall there be less than one Director.

The name and street address of the initial Director(s) of the Corporation, who shall hold office for the first year or until successors are elected or appointed and have qualified, shall be:

NAME

ADDRESS

Mario Ojeda, President

800 N Miami Ave/Ste 1202 Miami, Florida 33136

#### ARTICLE VII

The name and post office address of the Subscribers and the number of shares of stocks are as follows:

**NAME** 

**ADDRESS** 

**SHARES** 

Mario Ojeda, President

800 N Miami Ave/Ste 1202 Miami, Florida 33136

1000

# ARTICLE VIII

No contract or other transaction between this Corporation and any other corporation, partnership, person, or other entity and no act of any of the directors, officers, or stockholders of the Corporation are pecuniary or otherwise interested therein, or are directors, officers or stockholders thereof. Any director individually, or any firm of which any or otherwise interested in any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this Corporation who is also a director, an officer or a stockholder such other Corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the Corporation which shall authorize any such contract or transaction with like force and effect as if he were not such director, officer, or stockholder of such other corporation, or not so interested.

#### ARTICLE IX

This Corporation reserves the right to name, alter, change or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, in the manner now or herein prescribed by statue, and any rights conferred upon the stockholders are subject to this reservation.

The private property of the Stockholders shall not be subject to the payment of the corporate debts in any extent whatsoever. The Corporation shall have a first lien on the shares of its members, and upon the dividends due them, for any indebtedness of such members of the Corporation.

IN WITNESS WHEREOF, the undersigned, being the original Subscriber to the capital stock herein above names, for the purposes of forming a Corporation to do business both within ad without the State of Florida, under the laws of Florida, does make and files these Articles, hereby declaring and certifying that the facts herein stated are true, and agreeing to take the number of shares herein above set

orth, this 22 day of January, 2003

STATE OF FLORIDA)

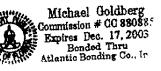
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**COUNTY OF MIAMI - DADE)** 

BEFORE ME, the undersigned authority personally appeared to me well known to me to be the individual described in, and ho executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at said County and State, this 22 day of, January, 2003.

NOTARY PUBLIC, STATE OF FLORIDA MY COMMISSION EXPIRES:



CERTIFICATE DESIGNATED PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHO MAY BE SERVED IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUES, THE FOLLOWING IS SUBMITTED:

FIRST THAT, ECRS, INC., DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA. WITH ITS PRINCIPAL PLACE OF BUSINESS LOCATED IN THE CITY OF FORT LAUDERDALE, STATE OF FLORIDA HAS NAMED MARIO OJEDA FROM THE CITY OF MIAMI, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE:

TITLE:

DATE:

HAVING BEEN NAMED TO ACCEPT SERVICES OF PROCESS FOR THE ABOVE STATE CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISION OF ALL STATUES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE:

(REGISTERED AGENT

1/22/03

DATE: