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Division of Corporations
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To:

Division of Corporations
Fax Number : (850)205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305)634-3694
Fax Number : (305)633-9696

FLORIDA PROFIT CORPORATION OR P.A.

EAGLE CAPITAL GROUP, CORP

Certificate of Status	0
Certified Copy	1
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03 MAY - 8 AM 8:41
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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ARTICLE OF INCORPORATION
OF EAGLE CAPITAL GROUP, CORP.

03 MAY -8 AM 8:41

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I - NAME

The name of the corporation shall be EAGLE CAPITAL GROUP, CORP.

ARTICLE II - CORPORATE EXISTENCE

The existence of this corporation shall commence on the 8th day of May, 2003;
provided that if such day be unauthorized under the law, then on the earliest day allowable
pursuant to the laws of the State of Florida for the commencement of corporate existence. The
duration of the corporation shall be perpetual.

ARTICLE III - PURPOSE

The nature of the business and the objects and purposes to be transacted, promoted, or
carried on by the corporation are to engage in any lawful act, activity or business for which
corporations may be organized under the laws of the State of Florida. Additionally, the
corporation shall have all of the powers vested in a corporation organized under and existing by
virtue of the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

The capital stock authorized, the par value thereof, and the class of such stock shall be as
follows:

<u>NUMBER OF SHARES</u> <u>AUTHORIZED</u>	<u>PAR VALUE</u> <u>PER SHARE</u>	<u>CLASS OF</u> <u>STOCK</u>
100	\$1.00	Common

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same
kind, class or series as that which he already holds, shall have the right to purchase his pro rata

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share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - PRINCIPAL OFFICE

The principal place of business of this corporation shall be 8350 N.W. 52nd Terrace, Suite 407, Miami, FL 33166 and the mailing address of this corporation shall be: 8350 N.W. 52nd Terrace, Suite 407, Miami, FL 33166.

ARTICLE VII - INITIAL REGISTERED OFFICE

The Street Address of the initial registered office of this corporation and the name of the initial registered agent of this corporation at such address are as follows:

REGISTERED AGENT

Ricardo A. Gonzalez &
Associates, P.A.

REGISTERED OFFICE

7270 N.W. 12th Street
Airport Executive Tower II
PH9
Miami, FL 33126

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This Corporation shall have at least one director initially. The number of directors may be increased or diminished from time to time by the By-Laws but shall never be less than one.

ARTICLE IX - INCORPORATOR

The name and address of the person signing these articles are as follows:

NAME

Wilfredo Hernandez

ADDRESS

8350 N.W. 52nd Terrace,
Suite 407, Miami, FL 33166

ARTICLE X - INDEMNIFICATION

This corporation shall indemnify all officers and directors, and former officers and directors, to the fullest extent permitted by law as the law now exists or as may be amended

hereafter.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 8th day of May, 2003.

Incorporator:



Wilfredo Hernandez

8350 N.W. 52nd Terrace,
Suite 407, Miami, FL 33166

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

SECRETARY OF STATE
TALLAHASSEE FLORIDA

PURSUANT THE PROVISIONS OF SECTION 607.0501 OF THE FLORIDA
STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF
THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT DESIGNATING
THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is **EAGLE CAPITAL GROUP, CORP.**
2. The name and address of the registered agent and office is:

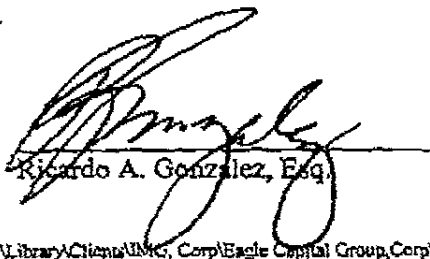
Ricardo A. Gonzalez & Associates, P.A.
7270 N.W. 12th Street
PH9
Airport Executive Tower, II
Miami, FL 33126

Having been named registered agent and to accept service of process for the above-
mentioned corporation at the place designated in this certificate, I hereby accept the appointment
as registered agent and agree to act in this capacity. I further agree to comply with the provisions
of all statutes relating to the proper and complete performance of my duties, and I am familiar
with and accept the obligations of my position as registered agent.

Signed this 8th day of May, 2003

Ricardo A. Gonzalez & Associates, P.A.

By:


Ricardo A. Gonzalez, Esq.

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