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((IN96000007621))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: 90-HOLDINGS-FRL-LIMITED, L.L.C. - ENERGY CONVERSATION SYSTEMS, INC.
FAX AUDIT NUMBER: H96009007621 CURRENT STATUS: REQUESTED
DATE REQUESTED: 03/30/1996 TIME REQUESTED: 14:29:26
CERTIFIED COPIES: 0 CERTIFICATE OF STATUS: 1
NUMBER OF PAGES: 4 METHOD OF DELIVERY: FAX
ESTIMATED CHARGE: \$78.75 ACCOUNT NUMBER: 073171003004

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TALLAHASSEE, FLORIDA

ASSISTANT SECRETARY OF STATE
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H96000007621

**Articles of Incorporation
of
Energy Conservation Systems, Inc.**

Article I. Name

The name of this Florida corporation is:
Energy Conservation Systems, Inc.

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TALLAHASSEE, FLORIDA

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Article II. Address

The mailing address of the Corporation is:

**Energy Conservation Systems, Inc.
503 Barnes Drive
Brandon FL 33511**

Article III. Capital Stock

The Corporation shall have the authority to issue 20,000,000 shares of common stock, par value \$0.001 per share.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:

**Jose A. Alvarez
503 Barnes Drive
Brandon FL 33511**

Article V. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation.

H96000007621

**Corporate Creations International Inc.
401 Ocean Drive • Suite 312 • Door Code #125
Miami Beach FL 33139-5629
(305) 672-0686**

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The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law. The name of each initial member of the Corporation's Board of Directors is:

Jose A. Alvarez
Carlos A. Alvarez

Article VI. Incorporator

The name and address of the incorporator is:

Corporate Creations International Inc.
401 Ocean Drive • Suite 312 • Door Code #125
Miami Beach FL 33139-6629

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective June 4, 1996

The authorized representative of the incorporator executed these Articles of Incorporation on June 4, 1996,

Corporate Creations International Inc.

By: Luis A. Uriarte
Luis A. Uriarte Vice President

Corporate Creations International Inc.
401 Ocean Drive • Suite 312 • Door Code #125
Miami Beach FL 33139-6629
(305) 672-0886

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JUN-04-96 THE BLISS PH ALVAREZ & COMPANY

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P.O.

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT AND REGISTERED OFFICE**

CORPORATION:
Energy Conservation Systems, Inc.

REGISTERED AGENT:
Jose A. Alvarez
303 Branca Drive
Bradenton FL 33511

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of this registered agent position.



Jose A. Alvarez

Date: 6/4/96

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JULY 1996
FLORIDA
CORPORATION
REGISTERED AGENT
JOSE A. ALVAREZ
303 BRANCA DRIVE
BRADENTON, FLORIDA
33511
PH 4:02

Corporate Creations International Inc.
401 Ocean Drive • Suite 512 • Deer Creek 8126
Miami Beach FL 33139-0000
(305) 672-0800

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