

5/7/96
TO: DIVISION OF CORPORATIONS
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: ~~BO-HOLDINGS-PA-LIMITED~~ ~~L.L.C.~~ ~~ENERGY CONSERVATION SYSTEMS, INC.~~
FAX AUDIT NUMBER: H96000007621
DATE REQUESTED: 05/30/1996
CERTIFIED COPIES: 0
NUMBER OF PAGES: 4
ESTIMATED CHARGE: \$78.75
CURRENT STATUS: REQUESTED
TIME REQUESTED: 14:29:26
CERTIFICATE OF STATUS: 1
METHOD OF DELIVERY: FAX
ACCOUNT NUMBER: 073171003004

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

((H96000007621))
** ENTER 'M' FOR MENU. **
ENTER SELECTION AND <CR>:

FILED
96 JUN -4 PM 4:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
96 JUN -4 PM 2:08
DIVISION OF CORPORATIONS

H96000007621

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

Article I. Name

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

Article II. Address

The mailing address of the Corporation is:
Energy Conservation Systems, Inc.
503 Barnes Drive
Brandon FL 33511

FILED
96 JAN -4 PM 4:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article III. Capital Stock

The Corporation shall have the authority to issue 20,000,000 shares of common stock, par value \$.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 33139-6629
(305) 672-0686

H98000007821

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 Vice President

Corporate Creations International Inc.
401 Ocean Drive • Suite 312 • Door Code #125
Miami Beach FL 33139-6629
(305) 672-0666

H98000007821

H96000007621

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

CORPORATION:
Energy Conservation Systems, Inc.

REGISTERED AGENT:
Jose A. Alvarez
903 Biscaya Drive
Brendon 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 the registered agent position.


Jose A. Alvarez

Date: 6/4/76

FILED
JUN -4 PM 4:02
CLERK OF STATE
TALLAHASSEE, FLORIDA

Corporate Creations International Inc.
401 Ocean Drive • Suite 312 • Deer Creek 0126
Miami Beach FL 33139-0000
(305) 672-0000

H96000007621