

P96000052141

June 13, 1996

Hon. Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Fl. 32314

*****122.50*****
*****122.50*****

Re: **E.C.V. Corporation**
1330 CoralWay, Suite 311
Miami, Fl. 33145
(Ph. : 305-285-4756)
(Fax. 305-285-8808)

Sir(s) :

Please proceed to register the above referred corporation. Attached herewith is the duly signed and notarized Certificate of Incorporation, together with the Letter of Acceptance signed by the Registered Agent.

Enclosed you will find Check for **\$122.50** payable to the **Florida Department of State** to cover registration fees.

Thanking you, I remain,

Cordially,

Edmee V. Santiago

Edmee V. Santiago
1330 Coral Way, Suite 311
Miami, Fl. 33145

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**ARTICLES OF INCORPORATION
OF
E.C.V. CORPORATION**

FILED
COUNTY CLERK
JAN 17 1962
MIAMI, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

FIRST

The name of the corporation is **E.C.V. CORPORATION.**

SECOND

The period of duration of the corporation is perpetual.

THIRD

The purpose or purposes for which the corporation is organized are to engage in any activity or business permitted under the laws of the United States and of this state.

FOURTH

The aggregate number of shares that the corporation shall have the authority to issue is **SIXTY (60)** shares of Capital Stock with **NON PAR VALUE .**

FIFTH

The principal offices and mailing address of the corporation is **1330 Coral Way, Suite 311, Miami, Florida 333145**, and the name of the **registered agent** at such is **Maria de los Angeles TORRES, Esq.** Attached herewith, letter of acceptance signed by the registered agent.

2.

SIXTH

The initial board of directors shall consist of at least one and no more than five (5) members, as more specifically set forth in the By-Laws, who need not be residents of the State of Florida or shareholders of the corporation.

SEVENTH

The names and addresses of the persons who shall serve as directors until the first annual meeting of shareholders, or until their successors shall have been elected and qualified, are as follows:

NAME:

ADDRESS:

Edmee V. SANTIAGO
President-Treasurer

15043 S.W. 147 ST.
MIAMI, FLORIDA 33196

Maria de los Angeles TORRES, Esq.
Secretary

1330 CORAL WAY
SUITE 311
MIAMI, FLORIDA 33145

EIGHTH

The name and address of the initial incorporator is as follows:

NAME:

ADDRESS:

Edmee V. SANTIAGO

15043 SW 147 ST.
MIAMI, FL. 33196

3.

NINTH

A majority of the stockholders of the corporation shall be required for any shareholder action.

TENTH

The shareholders shall have the power to adopt, amend, alter, change or repeal the articles of incorporation when proposed and approved at the stockholders meeting, with no less than a majority vote of the common stock.

ELEVENTH

The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such of the shares of the stock of this corporation as may be issued for money, or any authorized and issued by the corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder of all shares of common stock currently authorized and issued.

TWELFTH

The shareholders of this corporation shall be allowed to vote their shares cumulatively so as to give one candidate as many votes as the number of directors to be elected multiplied by the number of his shares, to distribute them among as many candidates as he may wish. Notice must be given by any shareholder to the President or a Vice-President of said corporation not less than twenty-four (24) hours prior to the time set for the holding of a shareholders meeting for the election of directors that said shareholder intends to cumulate his vote at said election.

4.

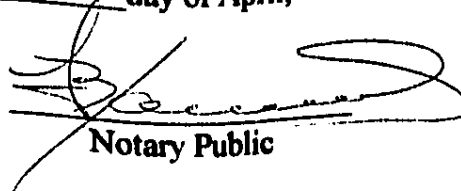
IN WITNESS WHEREOF, the undersigned has made and subscribed these articles of incorporation at Miami, Dade County, Florida, this 23 day of April, 1996.

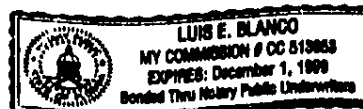

Edmee V. SANTIAGO

STATE OF FLORIDA

Before me, the undersigned authority, personally appeared Edmee V. SANTIAGO, who is to me well known to be the person described in and who subscribed the above articles of incorporation, and she did freely and voluntarily acknowledge before me according to law that she made and subscribed the same for the used and purpose therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, at Miami, in said County and state this 23 day of April, 1996


Notary Public



Florida Department of State
Division of Corporation
Miami, Florida

ACCEPTANCE OF APPOINTMENT

The undersigned has been appointed Registered agent for E.C.V. Corporation, a Florida Corporation with principal offices at 1330 Coral Way Suite 311, Miami, Florida 33145.

Having received and consented to said appointment, I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

In Miami, Florida, this 23rd day of April 1996.

Maria de los Angeles Torres

Maria de los Angeles TORRES, Esq.
1330 Coral Way Suite 311
Miami, Florida 33145