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TO: DIVISION OF CORPORATIONS

FAX #: (904) 922-4001

FROM: EMPIRE CORPORATE KIT COMPANY  
CONTACT: RAY STORMONT  
PHONE: (305) 541-3694

ACCT#: 072450003255

FAX #: (305) 541-3770

NAME: ELECTRONIC CENTER CORP.

AUDIT NUMBER.....H97000003769

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 4

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**ARTICLE OF INCORPORATION  
OF  
ELECTRONIC CENTER CORP.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I - NAME**

The name of the corporation shall be:

**ELECTRONIC CENTER CORP.**

**ARTICLE II - DURATION**

The corporation shall have perpetual existence commencing on the date of filing.

**ARTICLE III - PRINCIPAL OFFICE**

The principal place of business and mailing address is:

3191 Coral Way, Third Floor  
Miami, Florida 33145

**ARTICLE IV - CAPITAL STOCK**

The corporation is authorized to issue ten thousand (10,000) shares of common stock, each at One Dollar and No/100 (\$1.00) par value.

**ARTICLE V - INITIAL REGISTERED AGENT AND ADDRESS**

The name and address of the initial registered agent is:

George S. Zamora, Esq.  
3191 Coral Way, Third Floor  
Miami, Florida 33145

H97000003 769

This instrument prepared by:  
George S. Zamora, Esq.  
FBN 871605  
3191 Coral Way, Third Floor  
Miami, Florida 33145  
(305) 444. 2086

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Electronic Center Corp.  
Articles of Incorporation  
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**ARTICLE VI -- INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) 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 (1). The name and address of the initial directors of this corporation are:

<u>Name:</u>	<u>Address:</u>
Emiliano Juan Saccol	3191 Coral Way 3rd Floor Miami, Florida 33145

**ARTICLE VII -- OFFICERS**

The initial corporate officers shall be:

<u>Name/Title:</u>	<u>Address:</u>
Emiliano Juan Saccol                      President	3191 Coral Way 3rd Floor Miami, Florida 33145
Luciano Bidin                              Vice-President	3191 Coral Way 3rd Floor Miami, Florida 33145
Mariana Barrientos Carro              Secretary	3191 Coral Way 3rd Floor Miami, Florida 33145

H97000003 769

This instrument prepared by:  
George S. Zamora, Esq.  
FBN 871605  
3191 Coral Way, Third Floor  
Miami, Florida 33145

**H97000003 769**

Electronic Center Corp.  
Articles of Incorporation  
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**ARTICLE VII -- INCORPORATOR**

The name and street address of the Incorporator to these Articles of Incorporation is:

George S. Zamora, Esq.  
3191 Coral Way, Third Floor  
Miami, Florida 33145

**ARTICLE VIII -- BY LAWS**

The by-laws of this corporation may be adopted, altered, amended or repealed by either of the Stockholders or the Board of Directors.

**ARTICLE IX -- INDEMNIFICATION**

The corporation shall indemnify any Officer or Director to the full extent permitted by law.

**ARTICLE X -- PREEMPTIVE RIGHTS**

Every Stockholder, upon the sale for the 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-rate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**H97000003 769**

This instrument prepared by:  
George S. Zamora, Esq.  
FBN 871605  
3191 Coral Way, Third Floor  
Miami, Florida 33145

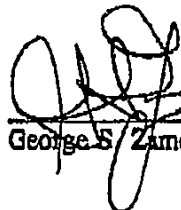
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**ARTICLE XI - AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation in accordance with the provisions of the Florida General Corporation Act.

The undersigned has executed these Articles of Incorporation this 4 day of March, 1997.

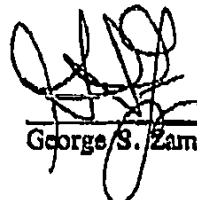
  
George S. Zamora

**ACCEPTANCE OF REGISTERED AGENT**

The undersigned, George Zamora, whose address is 3191 Coral Way, Third Floor, Miami, Florida 33145 hereby accepts the designation as registered agent for Electronic Center Corp.

Dated:

March 4, 1997

  
George S. Zamora

H97000003 769

This instrument prepared by:  
George S. Zamora, Esq.  
FBN 871605  
3191 Coral Way, Third Floor  
Miami, Florida 33145

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