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FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS
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FAX #:

FROM: BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC.
075350000353

ACCT#:

CONTACT: CATHY LEACH
PHONE: (212) 431-5000
(212) 431-1441

FAX #:

NAME: ECHO MANAGEMENT INC.
AUDIT NUMBER.....H97000016195
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

Echo Management Inc.

H97000016195

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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THE UNDERSIGNED sole incorporator, being a natural person competent to contract and desiring to form a corporation under Title XXXV, Chapter 607 of the revised Florida Statutes, herewith submits the following information:

1. The name of the corporation is Echo Management Inc.
2. The duration of the corporation shall be perpetual.
3. The general purpose or purposes for which this corporation is being formed are to include the transaction of any or all lawful business for which corporations may be incorporated under this chapter.
4. The aggregate number of shares which the corporation shall have authority to issue is 1,000 shares, all without par value and of one class.
5. The principal address and mailing address of the corporation will be 19877 East Country Club Drive, Unit 3-504, Aventura, Florida 33180 and the name of its initial registered agent at such address is Arthur Ostrowski .
6. The number of directors constituting the initial board of directors is One (1) and the name and address of each person who is to serve as a member thereof is as follows:

Arthur Ostrowski, Yacht Club, 19877 E. Country Club Drive,
Unit 3-504, Aventura, Florida 33180
7. The name and address of the sole incorporator is: Shelisa R. Minnifield , c/o BlumbergExcelsior Corporate Services, Inc., 62 White Street, 2nd Floor, New York, NY 10013.

IN WITNESS WHEREOF, the undersigned, as sole incorporator of this corporation has executed these Articles of Incorporation.

Dated: 09/25/97

BlumbergExcelsior
62 White St
NY, NY 10013
212-431-5000


Shelisa R. Minnifield
Sole Incorporator

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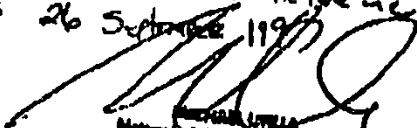
ACCEPTANCE OF APPOINTMENT

AS

REGISTERED AGENT

I, the undersigned, do hereby accept appointment as Registered Agent of Echo Management Inc., the within named corporation.

Dated: Signed to Refuse me
this 26 September 1997


ARTHUR OSTROWSKI
Notary Public State of New York
No. 8207845461
Qualified in Kings County
Commission Expires 09/09/1998


Arthur Ostrowski

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White St
, NY 10013
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