RAMON REYES, P.A. TAX AND ACCOUNTING SERVICE

215 W. 56 ST. HIALEAH, FL. 33012 - INCOME TAX SPECIALIST

- SMALL BUSINESS ACCOUNTING

PH. (305) - 822-0669 - INVESTMENT ADVISE

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-11/09/98--01053--001 ****122.50 *****78.75

11/4/98

Secretary of State Division of Corporation

Re: SOUTH FLORIDA ENERGY CONSERVATION, INC.

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$122.50

This represents the cost of Filing Fees, Certified copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,

Ramon Reyes

ARTICLES OF INCORPORATION

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:

SOUTH FLORIDA ENERGY CONSERVATION, INC.



ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1105 N.W. 126 CT., MIAMI, FL. 33182

<u>ARTICLE III SHARES</u>

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1,000.00 COMMON SHARES

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

IVY M. CONTRERAS

1105 N.W. 126 CT. MIAMI, FL. 33182

ARTICLE V INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are:

PRESIDENT/ SECRETARY IVY M. CONTRERAS

1105 N.W. 126 CT. MIAMI, FL. 33182

Signature/Incorporator

1/4/98

Date

(An additional article must be added if an effective date is requested.)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent

Signature/Registered Agent

11/4/98

Date