



ECS HOLDINGS, INC.
1001 Ives Dairy Road, Suite 206
North Miami Beach, FL 33179
(305) 944-9990 / (305) 947-9990 fax
1-800-222-2443

VIA OVERNIGHT MAIL

June 11, 1999

DIVISION OF CORPORATIONS
Attn: New Filings
409 East Gaines Street
Tallahassee, FL 32399

RE: ECS of Kentucky, Inc.
ECS of Pennsylvania, Inc.

To Whom It May Concern:

Enclosed please find the Articles of Incorporation for the two entities listed above.

Also enclosed are two checks each in the amount of \$122.50 representing payment for the processing of each the corporations listed.

I have enclosed a return envelope for you to mail back the filed copy of the Articles of Incorporation.

As always, thank you for your continued assistance in this matter.

Sincerely,

Susan Greco

FILED
99 JUN 14 AM 9:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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-06/14/99--01092--019
*****122.50 *****78.75

6/15/99

ARTICLES OF INCORPORATION

OF

ECS of KENTUCKY, INC.

The undersigned incorporator does hereby make, subscribe, file and acknowledge these Articles of Incorporation for the purpose of organizing a corporation under the as a Florida Corporation.

ARTICLE I

NAME OF CORPORATION

The name of this Corporation shall be:

ECS of KENTUCKY, INC.

ARTICLE II

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and the mailing address of the Corporation is 1001 Ives Dairy Road, Suite 206, North Miami Beach, Florida 33180.

ARTICLE III

AUTHORIZED SHARES

The total authorized capital stock of this Corporation shall consist of 7,500 shares of Common Stock, par value \$1.00 per share.

ARTICLE IV

ADDRESS OF REGISTERED OFFICE IN THIS STATE

The street address of the initial registered office of this Corporation in the State of Florida is 1001 Ives Dairy Road, Suite 206, North Miami Beach, Florida 33180 and the initial registered agent of this Corporation at that address shall be Jeffrey P. Schillinger.

FILED
99 JUN 14 AM 9:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V

INCORPORATOR

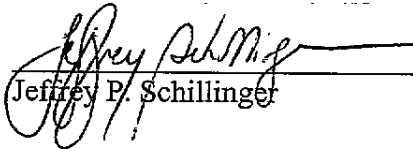
The name and street address of the person signing these Articles of Incorporation is:

Jeffrey P. Schillinger
1001 Ives Dairy Road, Suite 206
North Miami Beach, FL 33180

IN WITNESS WHEREOF, I have hereunto subscribed my hand and seal this
_____ day of _____, 1999.


Jeffrey P. Schillinger

THE UNDERSIGNED, named as the registered agent in Article V of these Articles of Incorporation, hereby accepts the appointment as such registered agent, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under, the Florida Business Corporation Act, including specifically Section 607.0505.


Jeffrey P. Schillinger