

Division of Corporations

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P99000079449

Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

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To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : CREDIT SOLUTIONS, INC.
Account Number : 110451000522
Phone : (305) 827-9080
Fax Number : (305) 827-3778

FLORIDA PROFIT CORPORATION OR P.A.

American Energy Conservation Inc.

Certificate of Status	1
Certified Copy	0
Page Count	05
Estimated Charge	\$78.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 SEP - 8 AM 9:11

Audit Number H990000224065

ARTICLES OF INCORPORATION

ARTICLE 1-NAME

The name of the Corporation is

American Energy Conservation Inc.

ARTICLE 2-PURPOSE OF CORPORATION

The Corporation shall engage in any activity of business permitted under the laws of the United States and of the State of Florida.

ARTICLE 3-PRINCIPAL OFFICE

The address of the principal office of this Corporation is:

7593 NW 8 St. Bay 3
Miami FL 33126

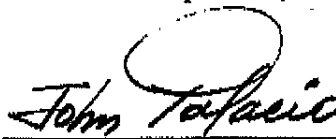
ARTICLE 4-INCORPORATOR

The name and street address of the incorporator of this Corporation is:

John Palacio
7593 NW 8 St. Bay 3
Miami FL 33126

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

2nd of September, 1999



PREPARED BY
Credit Solution Incorporated Enterprises
1790 West 49 Street
Suite 400-2
Hialeah FL 33012
305 827 9080
305 827 3778

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ARTICLE 5- OFFICERS

The officers of the Corporation shall be:

President and Secretary:

John Palacio
7593 NW 8 St. Bay 3
Miami FL 33126

VicePresident:

Mauro E. Brito
7593 NW 8 St. Bay 3
Miami FL 33126

ARTICLE 6-DIRECTOR(S)

The Director(s) of the Corporation shall be:

John Palacio

ARTICLE 7-SHARES

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

1000 at \$10.00 per share

ARTICLE 8-REGISTERED OWNERS

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

ARTICLE 9-EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

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ARTICLE 10-AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the Corporation is:

American Energy Conservation Inc.

2. The name and address of the registered agent and office is:

John Palacio
7593 NW 8 St. Bay 3
Miami FL 33126

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**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



Date

2nd of September, 1999

Audit Number H990000224065