

TRANSMITTAL LETTER

PO1000048205

Division of State
P.O. Box 6327
Tallahassee, FL 32314

SUBJECT: Ethereal Evolution, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

600004190836--3
-05/09/01--01072--003
*****78.75 *****78.75

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

<input type="checkbox"/> \$70.00 Filing Fee	<input type="checkbox"/> \$78.75 Filing Fee & Certificate of Status	<input checked="" type="checkbox"/> \$78.75 Filing Fee & Certified Copy	<input type="checkbox"/> \$87.50 Filing Fee, Certified Copy & Certificate of Status
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ADDITIONAL COPY REQUIRED

FROM: Dustin Juliano
Name (Printed or typed)

1326 Bradford Rd.
Address

Pt. Myers FL 33901
City, State & Zip

941-218-3878
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

FILED
01 MAY -9 AM 9:31
TALLAHASSEE, FLORIDA

T SMITH MAY 15 2001

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**Articles of Incorporation
Of
Ethereal Evolution, Inc.**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 MAY -9 AM 9:31

FILED

ARTICAL I - NAME

The name of this corporation shall be Ethereal Evolution, Inc..

ARTICLE II - DURATION

The corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

The corporation may engage in any activity permitted and transact any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statues, as now exists or may hereafter be amended.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 100 shares of one dollar (\$1.00) par value common stock which shall be designated as "Common Shares."

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of, the shareholders of this corporation.

ARTICLE VII - STOCK TRANSFER RESTRICTIONS

Shares of capital stock of the corporation shall be issued to the following persons in the following amounts upon payment of the consideration determined by the shareholders.

<u>SHAREHOLDER</u>	<u>NUMBER OF SHARES</u>
Dustin D. Juliano	100

Shares held by each shareholder may not be sold or otherwise transferred to other persons unless first offered to the other persons unless first offered to the corporation to the remanding Shareholders in proportion to their shares. The price, terms and other provisions regarding this restriction may be specified by written agreement among the shareholders, which agreement may expand this Article and which may also include the corporation as a party.

ARTICLE VIII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and the initial principle office will be 1326 Bradford RD., Ft Myers, FL 33901. The name of the initial registered agent of this corporation at that address is Dustin Juliano.

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify each Officer including former Officers, to the full extent permitted by law.

ARTICLE X - BYLAWS

All alterations, amendments and repeals of the bylaws must be approved by a majority of the Shareholders.

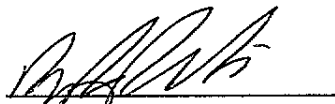
ARTICLE XI - INCORPORATORS

The name and address of the Incorporator signing these article is:

Dustin D. Juliano

1326 Bradford Rd.
Ft. Myers, FL 33901
Lee County

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 3rd day of MAY, 2001.




Incorporator

ACCEPTENCE BY THE REGISTERED AGENT

Having been named to accept service of the above corporation, at the place designated in the foregoing Articles of Incorporation, I hereby agree to act in this capacity. I am familiar with and accept the obligations provided for in Florida Statutes Section 607.325.

DATED this 3rd day of MAY, 2001.



Dustin Juliano
Registered Agent

FILED
01 MAY -9 AM 9:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA