LAW OFFICES OF DOMINICK J. SALFI, P.A.

ATTORNEYS AND COUNSELORS AT LAW

ATTORNEYS:

DOMINICK J. SALFI (FED BAR)

LEGAL ASSISTANTS: GAYLE HAIR, C.L.A. ANN CAMPBELL SUSAN M. JOYNES

OF COUNSEL:

JAMES L. CAPPS II (CO BAR; COURT OF MILITARY APPEALS)

THOMAS ROGERS, P.A.

October 17, 2001

Department of State Division of Corporations P.O. Box 6327

Tallahassee, FL 32314

Re: Earth's Solution, Inc.

LEGAL STAFF MICHELLE WHITE

01 OCT 22 AH 7999 DOUGLAS AVENUE, SLITTE 3333
AMAGONTE SPRINGS, FLORIDA 327142063

INTERNET E-MAIL: info@salfi.com

WORLD WIDE WEB: http://www.salfi.com/ FIRM ADMINISTRATOR GAYLE HAIR, C.L.A.

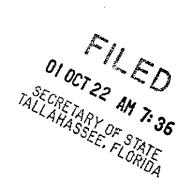
Gentlemen:

Enclosed herewith for filing is Articles of Incorporation of Earth's Solution, Inc. together with our check in the amount of \$78.75 representing the filing fee, registered agent fee and a certified copy.

Respectfully,

Dominisk I

DJS/ac_ Enclosures



ARTICLES OF INCORPORATION

OF

EARTH'S SOLUTION, INC.

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 Earth's Solution, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 5619 Satel Drive, Orlando, FL 32810

ARTICLE III - DURATION

This corporation shall exist perpetually.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE V - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any time is 100 shares of common stock with the par value of \$1.00 per share.

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Dominick J. Salfi, 999 Douglas Avenue, Suite 3333, Altamonte Springs, FL 32714.

ARTICLE VII - INCORPORATORS

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

Robert E. Keefer, Jr. 102 Vagabond Way Altamonte Springs, FL 32714

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 17 day of October, 2001.

Robert E. Keefer, Jr.

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

OIOCT 22 AM 7:36 Pursuant to the provisions of section 607.0501, 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.

- The name of the corporation is: 1. EARTH'S SOLUTION, INC.
- The name and address of the registered agent and 2. office is:

Dominick J. Salfi 999 Douglas Avenue, Suite 3333 Altamonte Springs, FL 32714

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 I FURTHER AGREE TO COMPLY WITH THE THIS CAPACITY. 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.

> Dominick J. Salfi October 17, 2001