

**Electronic Articles of Incorporation
For**

**P02000002260
FILED
January 08, 2002
Sec. Of State**

TERRALLON TECHNOLOGIES, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

TERRALLON TECHNOLOGIES, INC.

Article II

The principal place of business address:

7320 BRANCHTREE DRIVE
ORLANDO, FL. 32835

The mailing address of the corporation is:

P.O. BOX 979
WINDERMERE, FL. 34786

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

20,000,000

Article V

The name and Florida street address of the registered agent is:

MARK J REED
7320 BRANCHTREE DRIVE
ORLANDO, FL. 32835

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: MARK J. REED

Article VI

The name and address of the incorporator is:

MARK J. REED
P.O.BOX 979
WINDERMERE, FL
34786

Incorporator Signature: MARK J. REED

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: CTO
MARK J REED
7320 BRANCHTREE DRIVE
ORLANDO, FL. 32835

Title: P
PHILIP A KERNAN JR.
21 CLARK ROAD
BROOKLINE, MA. 02445

Title: COO
CHARLES C MAYNARD
1033 COLINA DRIVE
VILLA HILLS, KY. 41017