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November 30, 2001

Gabriela Yanez  
812 East Gulf Blvd, #2  
Indian Rocks Blvd, Fl 33785

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-01/28/02--01037--012  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

FLORIDA DEPARTMENT OF STATE  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Dear Sirs,

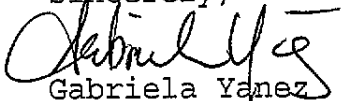
Please find enclosed the original and a copy of the Articles of Incorporation for EARTH-SAFE, INC.

Also please find a check in the amount of \$70.00 to cover the various expenses of incorporation.

EARTH SAFE, INC. will elect to be treated as an S corporation, effective December 01, 2001.

As registered agent for this corporation, you may contact me if necessary at 727-596-6216.

Sincerely,

  
Gabriela Yanez  
Registered Agent

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

1/31/02

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION  
FOR  
EARTH-SAFE, INC.

ARTICLE I: NAME

The name of this corporation shall be EARTH-SAFE, INC.

ARTICLE II: PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business within the State of Florida or elsewhere, and to have, use, exercise, and enjoy all of the general powers of like corporations, under Chapter 607 of the Florida Statutes.

ARTICLE III: DURATION

The corporation shall have perpetual existence.

ARTICLE IV: CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of \$1.00 par value common stock, which shall be designated as "Common Shares".

ARTICLE V: PRINCIPAL PLACE OF BUSINESS

The principal office address of the corporation shall be 812 East Gulf Blvd, #2, Indian Rocks Beach, Florida 33785, and other offices, agencies and branches at such places as may be designated by the stockholders.

ARTICLE VII: DIRECTORS

The Board of Directors of this corporation shall consist of one or more members, and the exact number thereof to be fixed by the bylaws of said corporation.

ARTICLE VIII: INITIAL DIRECTORS

The names of the members of the first Board of Directors of this corporation are as follows:

Gabriela Yanez, 450-27-8173, President/Secretary  
812 East Gulf Blvd, #2  
Indian Rocks Beach, Florida 33785

ARTICLE IX: SUBSCRIBERS

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

Gabriela Yanez  
812 East Gulf Blvd, #2,  
Indian Rocks Beach, Florida 33785

ARTICLE X: REGISTERED AGENT

The initial designation of the registered office of the corporation shall be 812 East Gulf Blvd, #2, Indian Rocks Beach, Florida 33785. The Registered Agent shall be Gabriela Yanez.

Pursuant to Florida Statutes 607.164, having been named to accept process for the above stated corporation at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By   
\_\_\_\_\_  
Gabriela Yanez  
Registered Agent

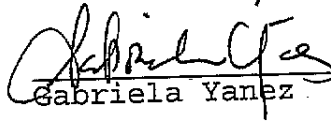
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TALLAHASSEE FLORIDA

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ARTICLE XI: AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendments thereto, and any right conferred upon the shareholders is subject to this reservation.

I the undersigned subscribing incorporator have executed these Articles of Incorporation this 24 day of Jan, 2002.

  
\_\_\_\_\_  
Gabriela Yanez