

TRANSMITTAL LETTER
P02000031708

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

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-03/18/02--01070--007
*****78.75 *****78.75

SUBJECT: e Plants - Inc
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate of Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Financial Management Resources, Inc.
Name (Printed or typed)

1155 Louisiana Ave. Ste 204
Address

Winter Park, FL 32789
City, State & Zip

407-629-7427
Daytime Telephone number
(contact: Irene)

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
02 MAR 18 PM 2:45

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

3-22-02
WC

ARTICLES OF INCORPORATION
OF
EPLANTS INC.

The undersigned, being of legal age and competent to contract, for the purpose of organizing a corporation pursuant to the laws of the State of Florida, does hereby adopt the following Articles of Incorporation, and does hereby agree and certify as follows:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 MAR 13 PM 2:45

ARTICLE I.
NAME

The name of this Corporation shall be EPLANTS INC.

ARTICLE II.
PURPOSES AND GENERAL POWERS

The general purpose of this Corporation shall be the transaction of any and all lawful business. This Corporation shall have all of the powers enumerated in the Florida General Corporation Act, as the same now exists and as hereafter amended, and all such other powers as are permitted by applicable law.

ARTICLE III.
CAPITAL STOCK

The capital stock authorized, the par value thereof, and the class of such stock shall be as follows:

Number of Shares Authorized	Par Value Per Share	Class of Stock
1,000	\$.01	Class A, Voting, Common Stock

The consideration for all of the above stock shall be payable in cash, property (tangible and intangible), labor or services in lieu of cash, unless otherwise prohibited by law; at a just valuation to be fixed by the Board of Directors of the Corporation.

ARTICLE IV.
PRINCIPAL BUSINESS OFFICE

The principal business office of this corporation shall be located at:

920 Greentree Drive
Winter Park, Florida 32789

**ARTICLE V.
MAILING ADDRESS**

The mailing address of this corporation shall be:

P.O. Box 547
Plymouth, Florida 32768-0547

**ARTICLE VI.
INITIAL REGISTERED OFFICE AND AGENT**

The initial registered office of this Corporation shall be located at 920 Greentree Drive, Winter Park, Florida 32789, and the initial registered agent of the Corporation at that address shall be Joda Connell. The Corporation may change its registered agent or the location of its registered office, or both, from time to time without amendment of these Articles of Incorporation.

**ARTICLE VII.
INITIAL OFFICERS**

This Corporation shall have one (1) officer initially. The name and street address of the initial officer of this Corporation is:

Joda Connell, President
920 Greentree Drive
Winter Park, Florida 32789

**ARTICLE VIII.
INCORPORATOR**

The name and street address of the person signing these Articles as Incorporator is:

Joda Connell
920 Greentree Drive
Winter Park, Florida 32789

**ARTICLE IX.
BYLAWS**

Except as otherwise provided by law, the power to adopt, alter, amend or repeal the bylaws shall be vested in the Board of Directors.

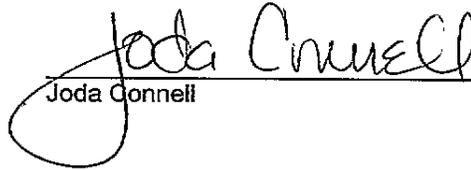
**ARTICLE X.
AMENDMENT**

This Corporation reserves the right to amend or repeal any provisions contained in these Articles in Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

**ARTICLE XI.
HEADINGS AND CAPTIONS**

The headings or captions of these various articles are inserted for convenience and none of them shall have any force of effect, and the interpretation of the various articles shall not be influenced by any of said headings or captions.

IN WITNESS WHEREOF, the undersigned, being the incorporator(s) hereinbefore named, for the purpose of forming a corporation under the laws of the State of Florida to do business both within and without the State of Florida, hereby makes and files these Articles of Incorporation, declaring and certifying that the facts stated herein are true, and hereby subscribes thereto and hereunto sets her hand and seal this 12th day of March, 2002.


Joda Connell

**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE
SERVICE OF PROCESS WITHIN FLORIDA AND REGISTERED
AGENT UPON WHOM PROCESS MAY BE SERVED**

FILED STATE
SECRETARY OF CORPORATIONS
02 MAR 18 PM 2:46

In compliance with Section 48.091, Florida Statutes, the following is submitted:

EPLANTS INC., desiring to organize as a corporation under the laws of the State of Florida, with its registered office at 920 Greentree Drive, Winter Park, Florida 32789, has named and designated Joda Connell as its Registered Agent to accept service of process within the State of Florida.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above-named corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties as Registered Agent.

Dated this 12th day of March, 2002.



Joda Connell
Registered Agent