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\*\*\*\*122.50 \*\*\*\*\*78.75

John C. Kelly  
1445 Washington Avenue  
Miami Beach, FL 33139

Secretary of State  
Corporate Records Bureau  
P.O. Box 6327  
Tallahassee, Florida 32301

Re: Clean Machine Enterprises, Inc.

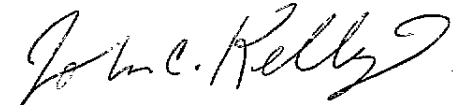
Gentlemen:

Enclosed please find the Articles of Incorporation for the aforementioned new corporation. Enclosed please find my check in the amount of \$122.50, for the filing fee, certified copy fee, registered agent fee and charter tax.

Should any of this be lacking in order to comply with the laws of the State of Florida, please do not hesitate to contact me.

Very truly yours,

By: John C. Kelly



Enclosures

FILED  
CLERK OF STATE  
CORPORATIONS  
02 APR 30 PM 2:39

5-6-92  
2000-9-5

ARTICLES OF INCORPORATION  
OF  
CLEAN MACHINE ENTERPRISES, INC.

FILED  
CLERK OF STATE  
CORPORATIONS  
02 APR 30 PM 2:39

ARTICLE I - NAME

The name of this Corporation is Clean Machine Enterprises, Inc., the mailing address is 1445 Washington Avenue, Miami Beach, Fl. 33139.

ARTICLE II - DURATION

This Corporation shall exist perpetually commencing on the date these Articles are filed.

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of conducting any lawful business for which corporations may be incorporated under the Florida General Corporations Act.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 100 shares of stock \$1.00 par value, which said shares shall be designated as "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 1445 Washington Avenue, Miami Beach, Fl. 33139. The name of the initial Registered Agent of this Corporation is John C. Kelly.

ARTICLE VI - PRINCIPAL OFFICE

The street address of the principal office is 1445 Washington Avenue, Miami Beach, Fl. 33139. The name of the principal officer is John C. Kelly.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) initial director(s). The number of directors may increase from time to time by the By-Laws but shall never be less than one (1). The name and address of the initial director(s) of this Corporation is:

John C. Kelly  
1445 Washington Avenue  
Miami Beach, Fl. 33139

ARTICLE VIII - INCORPORATION

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

John C. Kelly  
1445 Washington Avenue  
Miami Beach, FL 33139

ARTICLE IX

This Corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE X - AMENDMENT

This Corporation reserves the right to amend, rescind, or repeal any provisions contained in these Articles of Incorporation, and amendment thereof, and any right conferred upon the shareholders herein to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 29 day of April, 2002.

I ACCEPT THE APPOINTMENT OF REGISTERED AGENT FOR SAID CORPORATION.

John C. Kelly  
John C. Kelly/Registered Agent/Incorporator

STATE OF FLORIDA

COUNTY OF DADE

Before me, the undersigned authority, personally appeared John C. Kelly, to me well known and known to me to be the person described in and who acknowledged to and before me that (s)he executed the same for the purposes therein expressed.

WITNESS my hand and official seal this 29th day of April, 2002.

Notary Public

My Commission Expires:



Stephen Busker  
Commission # DD 038391  
Expires August 11, 2005  
Bonded Through  
Atlantic Bonding Co., Inc.