

PO1000056262

Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-05/21/02--01010--002
*****70.00 *****70.00


Dear Sirs:

Please record the Articles of EARTH SOLUTIONS, INC.
as attached and return the verification of the recorded
articles to:

Glenn R. Luisi Accountant, P.A.
104 Prestwood Lane
 Mooresville, NC 28117

Attached is my check # 1384 for \$70.00 for the recording
fee.

Very Truly Yours,


Glenn R. Luisi

02 MAY 20 AM 11:34
SECRETARY OF STATE
DIVISION OF CORPORATIONS

MAY 21 2002

GLENN R. LUISI ACCOUNTANT P.A.

104 PRESTWOOD LANE, MOORESVILLE, NC 28117, PHONE/FAX (704) 895-0626, TOLL FREE (800) 854-1099

ARTICLES OF INCORPORATION
OF
EARTH SOLUTIONS, INC.

The undersigned; for the purpose of forming a corporation under the FLORIDA GENERAL CORPORATION ACT hereby adopts the following Articles of Incorporation:

ARTICLE ONE
NAME & PRINCIPAL ADDRESS

The name of the corporation is
EARTH SOLUTIONS, INC.
The initial address is 4851 GODFREY ROAD
POMPANO BEACH, FL 33067

ARTICLE TWO
DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE
NATURE & PURPOSE

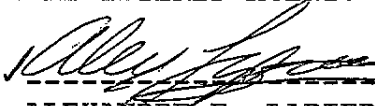
The corporation may transact any and all lawful business for which corporations may be incorporated under the Laws of the STATE OF FLORIDA.

ARTICLE FOUR
CAPITAL STOCK

The maximum number of shares which the corporation has authority to issue is 1000, all which shall be common shares with 1.00 par value.

ARTICLE FIVE
REGISTERED OFFICE

The street address of the initial registered office of the corporation shall be 4851 GODFREY ROAD POMPANO BEACH, FL 33067 and the name of the initial registered agent at such address is ALEXANDRE E. LAPIERRE
I do hereby accept the position of REGISTERED AGENT.



ALEXANDRE E. LAPIERRE
Registered Agent

ARTICLE SIX
PRE-EMPTIVE RIGHTS

The shareholders shall have Pre-emptive Rights.

02 MAY 20 AM 11:34
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ARTICLE SEVEN
DIRECTORS

7.01 The Board of Directors of the corporation shall consist of at least one member.

7.02 The name and address of the initial Director of the Board:

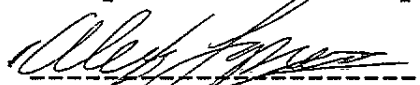
<u>NAME</u>	<u>ADDRESS</u>	<u>TITLE</u>
ALEXANDRE E. LAPIERRE	2420 NW 68th TERRACE MARGATE, FL 33063	PRESIDENT
BRIAN ALLEN	5610 PINE TREE ROAD POMPANO BEACH, FL 33067	VICE- PRESIDENT

ARTICLE EIGHT
INCORPORATOR

The name and address of the incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
ALEXANDRE E. LAPIERRE	2420 NW 68th TERRACE MARGATE, FL 33063

IN WITNESS WHEREOF, I have subscribed my name this 10th day of May, 2002



ALEXANDRE E. LAPIERRE
Incorporator

STATE OF FLORIDA :
: SS
COUNTY OF BROWARD :

On this 10th day of May, 2002, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared ALEXANDRE E. LAPIERRE known to me to be the person whose name is subscribed to the within instrument, and acknowledged that he executed the same for purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand official seal.



NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

MY COMMISSION EXPIRES:



Laune L. Vachereau
My Commission CC93215
Expires April 30 2004

02 MAY 20 AM 11:34
SECRETARY OF STATE
DIVISION OF CORPORATIONS