

P02000099564

August 16, 2002

Department of State, Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

900007727819--1
-09/13/02--01031--001
*****70.00 *****70.00

Re: EARTH AND SKY, INC.

Ladies and Gentlemen:

Please find enclosed for filing one original and one copy of the Articles of Incorporation of EARTH AND SKY, INC. Also enclosed is a check in the amount of \$70.00 as the appropriate filing fee.

Please return the copy, stamped to show the date of filing, to the undersigned.

Sincerely,



ROBERT MEDINA
3814 FALCON RIDGE CIRCLE, WESTON, FL 33331

FILED
02 SEP 13 AM 10:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Bm 9/16

ARTICLES OF INCORPORATION

OF

EARTH AND SKY, INC.

ARTICLE I

The name of the Corporation is EARTH AND SKY, INC.

ARTICLE II

The principal place of business and mailing address of this corporation shall be 3814 FALCON RIDGE CIRCLE, WESTON, FL 33331.

ARTICLE III

The aggregate number of shares which the Corporation has authority to issue is 1,000 shares of common stock with no par value.

ARTICLE IV

The address of the initial registered office of the Corporation is 3814 FALCON RIDGE CIRCLE, WESTON, Florida 33331, and the name of the Corporation's initial registered agent for service of process at such address is ROBERT MEDINA.

ARTICLE V

The name and address of the incorporator to these Articles of Incorporation is:
ROBERT MEDINA, 3814 FALCON RIDGE CIRCLE, WESTON, FL 33331.

IN WITNESS WHEREOF, I have hereunto set my hand this 22 day of

August, 2002.



ROBERT MEDINA
3814 FALCON RIDGE CIRCLE, WESTON, FL
33331

FILED
02 SEP 13 AM 10:01
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: EARTH AND SKY, INC.
2. The name of the registered agent and office is:

ROBERT MEDINA
3814 FALCON RIDGE CIRCLE, WESTON, Florida 33331

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE _____

DATE _____

8-22-02

FILED
02 SEP 13 AM 10:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA