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ACCOUNT NO. : 072100000032

REFERENCE : 745820 7109431

AUTHORIZATION :

Patricia Pizeto

COST LIMIT : \$ 78.75

FILED
02 SEP 16 PM 12:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : September 16, 2002

ORDER TIME : 2:33 PM

ORDER NO. : 745820-005

CUSTOMER NO: 7109431

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CUSTOMER: Allen J. Levin, Esq
Allen J. Levin, Esq

Suite 1-a
3440 Conway Blvd.
Port Charlotte, FL 33952

DOMESTIC FILING

NAME: ECOCENTRIC ENERGY COMPANY,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP
____ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea - EXT. 1114

EXAMINER'S INITIALS:

BM 9/17

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02 SEP 16 PM 4:08
DIVISION OF CORPORATION

**ARTICLES OF INCORPORATION
OF
ECOCENTRIC ENERGY COMPANY, INC.**

ARTICLE I. CORPORATE NAME

The name of this corporation is:

ECOCENTRIC ENERGY COMPANY, INC.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation are:

12001 Science Drive, Suite 165, Orlando, FL 32826

ARTICLE III. CAPITAL STOCK

The number of shares of stock that this Corporation is authorized to have outstanding at any one time is Twenty Million (20,000,000) shares, all of which shall be common shares of One (\$.01) Cent par value each. All common shares shall be identical with each other in every respect and the holders thereof shall be entitled to one (1) vote for each share on all matters on which shareholders have the right to vote.

ARTICLE IV. INITIAL REGISTERED AGENT and OFFICE

The name and address of the initial Registered Agent are:

**MICHAEL A. LEVIN
858 Linton Avenue
Orlando, FL 32809**

ARTICLE V. INCORPORATORS

The name and street address of the incorporators of these articles of incorporation are:

**GLENN C. FULLER
4718 Haylock Drive
Orlando, FL 32807**

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TALLAHASSEE, FLORIDA

MICHELLE FULLER
4718 Haylock Drive
Orlando, FL 32807

MICHAEL A. LEVIN
858 Linton Avenue
Orlando, FL 32809

ARTICLE VI. TERM OF EXISTENCE

This corporation shall have perpetual existence commencing upon the filing of these articles.

ARTICLE VII. NATURE OF BUSINESS and POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida, including, but not limited to providing consumers with the ability to purchase and support the production of renewable energy.

ARTICLE VIII. BOARD OF DIRECTORS

This Corporation shall have Three (3) directors initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE IX. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholder's meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE X. ACTIONS BY DIRECTORS WITHOUT A MEETING

The directors of this corporation may take action by written consent, as provided by law, without exception.

ARTICLE XI. INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned, as Incorporators, have executed the foregoing Articles of Incorporation on August 08, 2002.


GLENN C. FULLER


MICHELLE FULLER


MICHAEL A. LEVIN

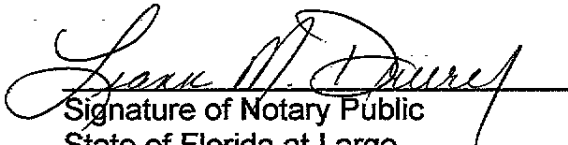
STATE OF FLORIDA

COUNTY OF ORANGE

BEFORE ME, a Notary Public, personally appeared **GLENN C. FULLER, MICHELLE FULLER** and **MICHAEL A. LEVIN**, who are personally known to me, or who produced N/A as identification, as Incorporators and who executed the foregoing Articles of Incorporation, and acknowledged before me that they subscribed to these Articles of Incorporation on August 8, 2002.


My Commission Expires:

6/20/03


Signature of Notary Public
State of Florida at Large

Print, type or stamp commissioned
name of Notary

96-3/ECCOCENT

 Leann M Drury
My Commission CC847825
Expires June 20, 2003

SEAL

**DESIGNATION and ACCEPTANCE OF REGISTERED AGENT
for a FLORIDA CORPORATION**

Pursuant to the provisions of F.S. 607.0501, 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

ECOCENTRIC ENERGY COMPANY, INC.

2. The name of the registered agent is

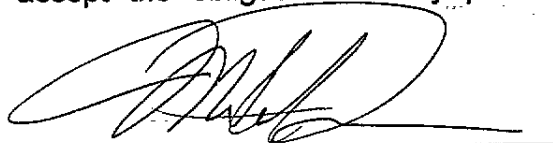
MICHAEL A. LEVIN

3. The address of the registered agent/registered office is

**858 Linton Avenue
Orlando, FL 32809**

ACCEPTANCE

Having been named as registered agent and designated to accept service of process for the above corporation, 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.



MICHAEL A. LEVIN

Dated: August 8, 2002

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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