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03 MAR 26 PM 1:12  
CLERK OF THE STATE  
TALLAHASSEE, FLORIDA

03 MAR 26 PM 1:12

FILED

VI

TRANSMITTAL LETTER

Department of State  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

SUBJECT: Audrey May

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

From: Audrey May

13847 82<sup>nd</sup> Street North

West Palm Beach, FL 33412-2394

561.790.7288  
Daytime Telephone Number

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

ARTICLES OF INCORPORATION  
OF  
PREMIER EARTHWORKS, INC.

FILED  
03 MAR 26 PM 1:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME AND ADDRESS

The name of the corporation is PREMIER EARTHWORKS, INC. The principal business address of the corporation is 13847 82<sup>nd</sup> Street North, West Palm Beach FL 33412-2394.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STRUCTURE

The maximum number of shares of stock that this corporation is authorized to have outstanding at any on time is Five Thousand (5,000) shares of common stock of the same class each having a par value of One Dollar (\$1.00). The stockholders shall have no preemptive rights with respect to the stock of the corporation, and the corporation may issue and sell its stock from time to time without first offering such shares to the then stockholders.

ARTICLE IV. TERM OF EXISTENCE

This corporation shall commence upon the filing of these Articles and shall have perpetual existence thereafter.

ARTICLE V. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business affairs of the corporation managed under the direction of its Board of

Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The name and address of the initial member of the Board of Directors is:

Name

Address

Audrey May

13847 82<sup>nd</sup> Street North  
West Palm Beach, FL 33412-2394

ARTICLE VI. INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent of the corporation at its initial registered office and the street address of its initial registered office are as follows:

Name

Address

Audrey May

13847 82<sup>nd</sup> Street North  
West Palm Beach, FL 33412-2394

ARTICLE VII. INCORPORATORS

The name and address of the person signing these Articles of Incorporation are as follows:

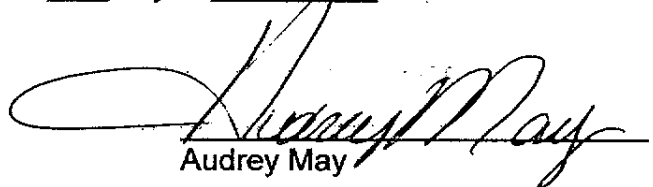
Name

Address

Audrey May


13847 82<sup>nd</sup> Street North  
West Palm Beach, FL 33412-2394

IN WITNESS WHEREOF, the person executing these Articles of Incorporation has caused her hand and seal to be set this 15th day of March 2003.

  
Audrey May

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named to accept service of process for this corporation, at the place designated in these Articles of Incorporation, I hereby accept the appointment, understand my duties 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.

  
Audrey May  
Registered Agent

FILED  
03 MAR 26 PM 1:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA