

August 1, 2003

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

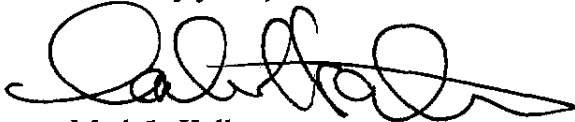
Re: **Foliage Marketing Group, Inc.**

Dear Sir or Madam:

For the purpose of organizing a domestic corporation, enclosed please find our check in the amount of \$78.75 covering the following costs:

1. Filing Fee	\$35.00
2. Registered Agent Fee	\$35.00
3. Certified Copy	\$ 8.75
Total	\$78.75

Sincerely yours,



Mark L. Kallan
Incorporator
19999 Back Nine Drive.
Boca Raton, Florida 33498
Phone: 561-212-6402

Articles of Incorporation
of
Foliage Marketing Group, Inc.

Article 1

The name of this corporation is **Foliage Marketing Group, Inc.**

Article 2

The corporation may engage in any and all lawful businesses for which corporations may be incorporated under Chapter 607, Florida Statutes. While pursuing its purposes, the corporation may exercise the powers granted now or in the future by Section 607.0302, Florida Statutes, and by common law.

Article 3

The aggregate number of shares which the Corporation shall have the authority to issue shall be 20,000,000 shares of common stock, each having a par value of \$.001, and 1,000,000 shares of Class "A" stock, each having a par value of \$.001.

Article 4

The street address of the place of business of the Corporation is 19999 Back Nine Drive, Boca Raton, Florida 33498. The address of the initial registered office maintained pursuant to Section 607.0501 Florida Statutes is 19999 Back Nine Drive, Boca Raton, Florida 33498. The name of the corporation's initial registered agent to receive service of process is Mark L. Kallan.

Article 5

The number of directors constituting the initial Board of Directors is one. The number of directors may be changed by resolution of the directors as provided in the By-laws. The name of the person who is to serve as Director is:

<u>Name</u>	<u>Address</u>
Mark L. Kallan	19999 Back Nine Drive. Boca Raton, Florida, 33498

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article 6

The name and address of the incorporator is Mark L. Kallan whose address is 19999 Back Nine Drive, Boca Raton, Florida 33498...

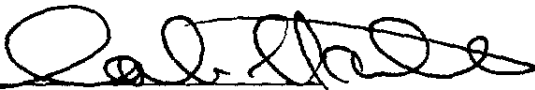
Article 7

It is the intention of the Corporation to indemnify its officers, directors, employees and agent to the extent permitted by Section 607.0850, Florida Statutes.

Article 8

The corporation, its shareholders, or any combination of the corporation and its shareholders, may enter into agreements limiting or restricting free transfer of shares of its capital stock. Any such agreement will be valid and enforceable among the parties to such agreements, and when the existence of such agreement is noted on the face or on the back of certificates representing any such shares, such agreement will be binding and enforceable upon any transferee or successor of any party to such agreement.

Dated Aug 12, 2003

By 
Mark L. Kallan

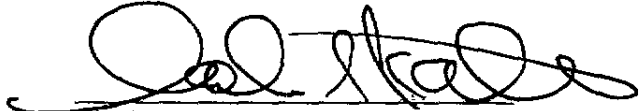
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE, NAMING THE AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That **Foliage Marketing Group, Inc.** desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at 19999 Back Nine Drive, Boca Raton, Florida 33498, has named Mark L. Kallan as its agent to accept service of process within the State.

Acknowledgment

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.



Mark L. Kallan
Registered Agent

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TALLAHASSEE, FLORIDA

State of Florida

County of Pinellas

I HEREBY CERTIFY, that in this day, before me, a Notary Public duly authorized to take acknowledgments, personally appeared Mark L. Kallan, to me known to be the person described in and who executed the foregoing Articles of Incorporation of **Foliage Marketing Group, Inc.** acknowledged before me that he subscribed to the Articles of Incorporation.

WITNESS my hand and official seal in the county and state named above, this 12 day of August, 2003.

Notary Public, State of Florida at Large:

My Commission Expires: May 6, 2007



Rose Marie Angela Bates
MY COMMISSION # DD210162 EXPIRES
May 6, 2007
BONDED THRU TROY FAIR INSURANCE, INC

Rose Marie A. Bates
Angela