

**Electronic Articles of Incorporation
For**

P05000043081
FILED
March 22, 2005
Sec. Of State
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NANOFLEX INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

NANOFLEX INC.

Article II

The principal place of business address:

3032 1/2 N.W. 69 CT.
FT. LAUDERDALE, FL. US 33309

The mailing address of the corporation is:

3032 1/2 N.W. 69 CT.
FT. LAUDERDALE, FL. US 33309

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

10 MILLION

Article V

The name and Florida street address of the registered agent is:

JOHN FILIPELLI
3032 1/2 N.W. 69 CT.
FORT LAUDERDALE, FL. 33309

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: JOHN FILIPELLI

Article VI

The name and address of the incorporator is:

JOHN FILIPELLI
3032 1/2 N.W. 69 CT.
FT. LAUDERDALE FL. 33309

Incorporator Signature: JOHN FILIPELLI

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: PRES
JOHN FILIPELLI
3032 1/2 N.W. 69 CT.
FORT LAUDERDALE, FL. 33309 US

Title: V.P.
JOHN COUNTS
3032 1/2 N W 69 CT.
FT. LAUDERDALE, FL. 33309 US

Article VIII

The effective date for this corporation shall be:

03/22/2005