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SECRETARY OF STATE TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

EARTHWORM MATERIALS, INC.

EFFECTIVE DATE

The undersigned incorporator hereby makes, subscribes to, acknowledges and files these articles of incorporation for the purpose of organizing and incorporating a corporation for profit under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be:

EARTHWORM MATERIALS, INC.

And shall hereinafter be referred to as the "corporation".

ARTICLE II

The time and date on which corporate existence of this corporation shall begin at 12:01 o'clock A.M.(Eastern Standard Time) on Lugust 15, 2005, and this corporation shall have a continuous and perpetual existence thereafter.

ARTICLE III

The general purposes for which the corporation is initially organized are the transactions of any and all lawful business for corporation may be incorporated under Chapter 607, Florida Statutes, as amended.

ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue is: 1,000. The shares shall consist of one class only and such shall be known as "common stock" of the corporation. Each share shall have a par value of \$.10 per.

ARTICLE V

The street address of the initial principal office shall be: 3495 S. Clyde Morris Blvd.,
Port Orange, FL 32129, The name of the initial registered agent shall
be: Vanessa Wines. To signify acceptance of appointment as registered agent, the
registered agent named in this Article has signed these Articles as required by law.

ARTICLE VI

The number of director(s) who shall constitute the initial Board of Directors of the Corporation shall be: one(1). The name and street address of the person who is to serve as the director of the initial Board of Directors of the corporation is: Vanessa Wines, 3495 S. Clyde Morris Blvd., Port Orange, FL 32129.

SECRETARY OF STATE TALLAHASSEE, FLORID

ARTICLE VII

The name and street address of the incorporator(s) is: Vanessa Wines,

US AUG 18 PM 3: 20

3495 S. Clyde Morris Blvd., Port Orange, FL 32129. The principal address and

Registered office address are the same.

IN WITNESS WHEROF, the undersigned incorporator, who is natural a person
Who is competent to contract under the laws of the State of Florida, by these presents
Does hereby execute, acknowledge, and cause to be delivered to the Florida Department
Of State these Articles of Incorporation of:

EARTHWORM MATERIALS, INC.

Vanessa Wines

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

Vanessa Wines Registered Agent

ACKNOWLEGEMENTS

STATE OF FLORIDA

COUNTY OF VOLUSIA

The foregoing Articles of Incorporation of: EARTHWORM MATERIALS, INC.

Acknowledged before me this 15 day of Jugust

State of Florida at Large My Commission Expires:

STATE OF FLORIDA

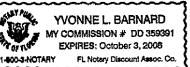
COUNTY OF VOLUSIA

YVONNE L. BARNARD MY COMMISSION # DD 359391 EXPIRES: October 3, 2008 FL Notary Discount Assoc, Co.

The foregoing Acceptance of Designation of Registered Agent of EARTHWORM

MATERIALS, INC., this 15 day of August, 2005.

State of Florida at Large My Commission Expires:



Barnard