

**Electronic Articles of Incorporation
For**

P05000156431
FILED
November 29, 2005
Sec. Of State
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EARTH SERVICES HOLDING 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:

EARTH SERVICES HOLDING INC.

Article II

The principal place of business address:

820 CREATIVE DRIVE
SUITE 16
LAKELAND, FL. 33813

The mailing address of the corporation is:

820 CREATIVE DRIVE
SUITE 16
LAKELAND, FL. 33813

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:

1000

Article V

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

TERRY RUBENSTEIN
820 CREATIVE DRIVE
SUITE 16
LAKELAND, FL. 33813

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

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Registered Agent Signature: TERRY RUBENSTEIN

Article VI

The name and address of the incorporator is:

TERRY RUBENSTEIN
820 CREATIVE DRIVE SUITE 16
LAKELAND, FL 33813

Incorporator Signature: TERRY RUBENSTEIN

Article VII

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

Title: P
TERRY RUBENSTEIN
820 CREATIVE DRIVE SUITE 16
LAKELAND, FL. 33813

Title: VP
KEN PETROCELLI
820 CREATIVE DRIVE SUITE 16
LAKELAND, FL. 33813

Article VIII

The effective date for this corporation shall be:

11/29/2005