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CORPORATION SERVICE COMPANY

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 940215 118517A

AUTHORIZATION :

COST LIMIT : \$ 78.75

*[Handwritten signature]*

ORDER DATE : March 24, 2006

ORDER TIME : 9:33 AM

ORDER NO. : 940215-005

CUSTOMER NO: 118517A

DOMESTIC FILING

NAME: ENERGY SAVING SOLUTIONS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP  
       ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kathy Drake - EXT. 2959

EXAMINER'S INITIALS: \_\_\_\_\_

ARTICLES OF INCORPORATION

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OF

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ENERGY SAVING SOLUTIONS, INC. SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as the incorporator of ENERGY SAVING SOLUTIONS, INC., under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is:

ENERGY SAVING SOLUTIONS, INC.

ARTICLE II. PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the principal business office and mailing address of the corporation is:

17879 Southeast 95<sup>th</sup> Street Road  
Ocklawaha, Florida 32179

ARTICLE III. CAPITAL STOCK

The maximum number of shares of capital stock that the corporation is authorized to issue and have outstanding at any time is 21,000,000 shares of common stock having a par value of \$.01 per share and divided into 20,000,000 shares of Class A common stock and 1,000,000 shares of Class B common stock. The corporation is not authorized to issue fractional shares of its common stock. The consideration to be paid for each share of common stock shall be fixed by the Board of Directors. Consideration for either class of common stock may consist of any tangible or intangible property or benefit to the corporation, including, but not limited to, cash, promissory notes, services performed, other securities of the corporation, or promises to perform services for the corporation that are evidenced by a written contract with a value, which in the judgment of the Board of Directors, is adequate. The corporation has the right to purchase or otherwise acquire shares of its own capital stock to the extent provided by law, its Bylaws, these Articles of Incorporation, or any agreement duly executed on behalf of the corporation.

Except as otherwise set forth in these Articles of Incorporation, the Class A common stock and Class B common stock shall vote together as a single voting group and, voting together as a single voting group, shall approve all corporate actions requiring shareholder approval and nothing in these Articles of Incorporation

shall require a separate vote of either the Class A common stock or Class B common stock to approve or authorize any such corporate action unless otherwise expressly stated in these Articles of Incorporation. When any shares of Class A common stock are outstanding, the Class A common stock, voting separately as a single voting group, shall have the right to elect a minority (the largest whole number less than one-half) of the directors of the corporation, or, if the number of directors of the corporation is fewer than three, the Class A common stock shall not be entitled to elect directors of the corporation. The Class A common stock, voting separately as a single voting group, shall have the exclusive right to remove a director of the corporation elected by the Class A common stock or to elect a director to fill a vacancy resulting from the death, removal, or resignation of a director who was elected by the Class A common stock. The Class B common stock, voting separately as a single voting group, shall have the right to elect a majority (the smallest whole number greater than one-half) of the directors of the corporation, or, if the number of directors of the corporation is fewer than three, the Class B common stock shall elect all the directors of the corporation. The Class B common stock, voting separately as a single voting group, shall have the exclusive right to remove a director of the corporation elected by the Class B common stock or to elect a director to fill a vacancy resulting from the death, removal, or resignation of a director who was elected by the Class B common stock. In addition, the Class B common stock, voting separately as a single voting group, shall have the right to approve or disapprove the following corporate actions:

- (i) the issuance or reissuance of any shares of Class A common stock or Class B common stock;
- (ii) the involuntary termination of employment of an officer or employee who owns shares of Class B common stock; or
- (iii) the amendment of the corporation's Bylaws or Articles of Incorporation.

The Class A common stock and Class B common stock together constitute a single voting group for all corporate actions requiring shareholder approval except when a separate vote of the Class A common stock or Class B common stock is required.

Except as set forth in these Articles of Incorporation, the Class A common stock and Class B common stock are voting stock entitled to participate equally in all distributions declared by the corporation's Board of Directors, and have the same preferences, limitations, and relative rights.

ARTICLE IV. INITIAL BOARD OF DIRECTORS

The corporation shall have three directors initially. The names and street addresses of the initial directors are:

<u>Name</u>	<u>Address</u>
Herbert L. Freel	17879 Southeast 95 <sup>th</sup> Street Road Ocklawaha, Florida 32179
Darlene Freel	17879 Southeast 95 <sup>th</sup> Street Road Ocklawaha, Florida 32179
Robert Perry	733 Corbin Terrace Kansas City, Missouri 64111

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

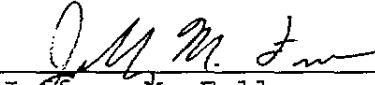
The street address of the initial registered office of the corporation is 400 North Ashley Drive, Suite 1500, Tampa, Florida 33602, and the name of the corporation's initial registered agent at that address is Jeffery M. Fuller.

ARTICLE VI. INCORPORATOR

The name and street address of the incorporator is:

Jeffery M. Fuller  
400 North Ashley Drive, Suite 1500  
Tampa, Florida 33602

EXECUTION DATE: March 23, 2006

  
\_\_\_\_\_  
Jeffery M. Fuller  
as incorporator

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**ENERGY SAVING SOLUTIONS, INC.**

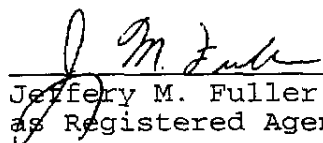
**ACCEPTANCE OF REGISTERED AGENT**

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

That Energy Saving Solutions, Inc., desiring to organize as a corporation under the laws of the State of Florida with its initial registered office, as indicated in its Articles of Incorporation, at 400 North Ashley Drive, Suite 1500, Tampa, Florida 33602, has named Jeffery M. Fuller, as its agent to accept service of process within the State of Florida.

Having been named to accept service of process for Energy Saving Solutions, Inc. at the place designated in this document, the undersigned agrees to act in that capacity and to comply with the provisions of the Florida Business Corporation Act relative to keeping open the registered office. The undersigned is familiar with, and accepts the obligations of, Section 607.0501, Florida Statutes.

**EXECUTION DATE: March 23, 2006**

  
Jeffery M. Fuller  
as Registered Agent

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA