

**Electronic Articles of Incorporation
For**

P10000004501
FILED
January 15, 2010
Sec. Of State
sprather

BIOSPHERE USA, 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:
BIOSPHERE USA, INC.

Article II

The principal place of business address:
4320 MAIN STREET
JUPITER, FL. US 33458

The mailing address of the corporation is:
4320 MAIN STREET
JUPITER, FL. US 33458

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:
1,000,000.00

Article V

The name and Florida street address of the registered agent is:
THOMAS S WALDRON
4320 MAIN STREET
JUPITER, FL. 33458

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

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Registered Agent Signature: THOMAS S WALDRON

Article VI

The name and address of the incorporator is:

THOMAS S WALDRON
4320 MAIN STREET

JUPITER, FL. 33458

Incorporator Signature: THOMAS S WALDRON

Article VII

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

Title: P
THOMAS S WALDRON
4320 MAIN STREET
JUPITER, FL. 33458

Article VIII

The effective date for this corporation shall be:

01/10/2010