

**Electronic Articles of Incorporation
For**

P12000049049
FILED
May 29, 2012
Sec. Of State
vherring

ION ENERGY SOLUTIONS, 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:

ION ENERGY SOLUTIONS, INC.

Article II

The principal place of business address:

804 LINCOLN COURT
PALM BEACH GARDENS, FL. US 33410

The mailing address of the corporation is:

804 LINCOLN COURT
PALM BEACH GARDENS, FL. US 33410

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:

300

Article V

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

CALVARESE PROFESSIONAL ACCOUNTING
5340 N. FEDERAL HIGHWAY
SUITE #202
LIGHTHOUSE POINT, FL. 33064

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

Registered Agent Signature: BRIAN C. CALVARESE

Article VI

The name and address of the incorporator is:

CHARLES BRITTON
654 HUFFINE MANOR CIRCLE

FRANKLIN, TN 37067

Electronic Signature of Incorporator: CHARLES BRITTON

I am the incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

Article VII

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

Title: PD
CHARLES BRITTON
654 HUFFINE MANOR CIRCLE
FRANKLIN, TN. 37067 US

Title: VPD
JACK HOWELL
323 SOUTH HUBBARDS LANE
LOUISVILLE, KY. 40207 US

Title: VPD
KOREY L JOHNSON
804 LINCOLN COURT
PALM BEACH GARDENS, FL. 33410 US