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FLORIDA PROFIT/NON PROFIT CORPORATION

Energy Services International, Inc.

Certificate of Status	0
Certified Copy	1
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**ARTICLES OF INCORPORATION
OF
ENERGY SERVICES INTERNATIONAL, INC.**

The undersigned incorporator hereby executes and acknowledges these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE 1

Name

The name of this corporation (the "Corporation") shall be:

Energy Services International, Inc.

ARTICLE 2

Principal Office and Mailing Address

The address of the principal office and the mailing address of this Corporation shall be:

7974 Sailboat Key Blvd. South
Unit 407
South Pasadena, Florida 33707

ARTICLE 3

Business and Purposes

The general purpose for which this Corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Business Corporation Act of the State of Florida, and any amendments thereto, and in connection therewith, this Corporation shall have and may exercise any and all powers conferred from time to time by law upon corporations formed under such Act.

ARTICLE 4

Capital Stock

This Corporation may issue in the aggregate One Billion (1,000,000,000) shares of stock, in two separate classes as follows: (a) Five Hundred Million (500,000,000) shares of Common

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Stock with a par value of \$0.001 per share (the "**Common Stock**") and (b) Five Hundred Million (500,000,000) shares of Preferred Stock with a par value of \$0.001 per share (the "**Preferred Stock**"). The Preferred Stock may be issued in one or more series. The rights and obligations of the Common Stock and the Preferred Stock are as follows:

A. Common Stock

1. **General.** The voting, dividend and liquidation rights of the holders of the Common Stock are subject to and qualified by the rights, powers and preferences of the holders of the Preferred Stock as may be designated by resolution of the Board of Directors with respect to any series of Preferred Stock as authorized herein.
2. **Voting.** The holders of the Common Stock are entitled to one vote for each share of Common Stock held at all meetings of shareholders (and written actions in lieu of meetings); provided, however, that, except as otherwise required by law, holders of Common Stock, as such, shall not be entitled to vote on any amendment to the Articles of Incorporation that relates solely to the terms of one or more outstanding series of Preferred Stock if the holders of such affected series are entitled, either separately or together with the holders of one or more other such series, to vote thereon pursuant to the Articles of Incorporation or pursuant to the Florida Business Corporation Act. In the election of directors of this Corporation, there shall be no cumulative voting of the stock entitled to vote at such election.

B. Preferred Stock

1. **Issuance and Reissuance.** Preferred Stock may be issued from time to time in one or more series, each of such series to consist of such number of shares and to have such terms, rights, powers and preferences, and the qualifications and limitations with respect thereto, as stated or expressed herein and in the resolution or resolutions providing for the issue of such series adopted by the Board of Directors of this Corporation as hereinafter provided. Any shares of Preferred Stock which may be redeemed, purchased or acquired by this Corporation may be reissued, except as otherwise provided by law or by the terms of any series of Preferred Stock.
2. **Blank Check Preferred.** Subject to any vote expressly required by the Articles of Incorporation, authority is hereby expressly granted to the Board of Directors from time to time to issue the Preferred Stock in one or more series, and in connection with the creation of any such series, by Articles of Amendment adopted by the Board of Directors without shareholder action providing for the issue of the shares thereof, to determine and fix such voting powers, full or limited, or no voting powers, and such designations, preferences and relative participating, optional or other special rights, and qualifications, limitations or restrictions thereof, including, without limitation thereof, dividend rights, special voting rights, conversion rights, redemption privileges and liquidation preferences, as shall be stated and expressed in such Articles of Amendment, all to the full extent now or hereafter permitted by the Florida Business Corporation Act. Without limiting the generality of the foregoing, and subject to the rights of any series of Preferred Stock then outstanding, the Articles of Amendment providing for issuance of any

series of Preferred Stock may provide that such series shall be superior or rank equally or be junior to the Preferred Stock of any other series to the extent permitted by law.

ARTICLE 5

Existence of Corporation

This corporation shall have perpetual existence.

ARTICLE 6

Registered Office and Registered Agent

The initial registered office of this corporation shall be located at 101 E. Kennedy Boulevard, Suite 2700, Tampa, Florida 33602, and the initial registered agent of this corporation at such office shall be TK Registered Agent, Inc. This corporation shall have the right to change such registered office and such registered agent from time to time, as provided by law.

ARTICLE 7

Board of Directors

The Board of Directors of this corporation shall consist of not less than one (1) nor more than fifteen (15) members, the exact number of directors to be fixed from time to time by the shareholders or the bylaws. The business and affairs of this corporation shall be managed by the Board of Directors, which may exercise all such powers of this corporation and do all such lawful acts and things as are not by law directed or required to be exercised or done only by the shareholders. A quorum for the transaction of business at meetings of the directors shall be a majority of the number of directors determined from time to time to comprise the Board of Directors, and the act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the directors. Subject to the bylaws of this corporation, meetings of the directors may be held within or without the State of Florida. Directors need not be shareholders. The shareholders of this corporation may remove any director from office at any time with or without cause.

ARTICLE 8

Incorporator

The name and street address of the incorporator making these Articles of Incorporation

are:

<u>Name</u>	<u>Address</u>
Don B. Weinbren	101 E. Kennedy Boulevard Suite 2700 Tampa, Florida 33602

ARTICLE 10

Bylaws

(a) The power to adopt the bylaws of this corporation, to alter, amend or repeal the bylaws, or to adopt new bylaws, shall be vested in the Board of Directors of this corporation; provided, however, that any by-law or amendment thereto as adopted by the Board of Directors may be altered, amended or repealed by vote of the shareholders entitled to vote thereon, or a new by-law in lieu thereof may be adopted by the shareholders, and the shareholders may prescribe in any by-law made by them that such by-law shall not be altered, amended or repealed by the Board of Directors.

(b) The bylaws of this corporation shall be for the government of this corporation and may contain any provisions or requirements for the management or conduct of the affairs and business of this corporation, provided the same are not inconsistent with the provisions of these Articles of Incorporation, or contrary to the laws of the State of Florida or of the United States.

ARTICLE 11

Amendment of Articles of Incorporation

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

ARTICLE 12

Affiliated Transactions

The provisions of Section 607.0901, Florida Statutes, relating to affiliated transactions, shall be inapplicable to this corporation.

[Rest of Page Left Intentionally Blank – Signature Page Follows]

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles, consisting of six (60) pages, including this signature page and the following Acceptance of Service as Registered Agent, for the uses and purposes therein stated, this 18th day of August, 2015.

A handwritten signature in black ink, appearing to read "Don B. Weinbren", written over a horizontal line.

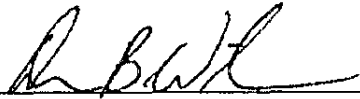
Don B. Weinbren

ENERGY SERVICES INTERNATIONAL, INC.
ACCEPTANCE OF SERVICE AS REGISTERED AGENT

The undersigned, having been named as registered agent to accept service of process for the above-named corporation, at the registered office designated in the Articles of Incorporation, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of Section 607.0505, Florida Statutes.

DATED this 18th day of August, 2015.

TK REGISTERED AGENT, INC.

By: 
Don B. Weinbren

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