

BRUCE BRASHEAR
Counselor At Law

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January 12, 1996

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

RE: PLANET EARTH RECYCLING, INC.

Gentlemen:

Please find the original and one (1) copy of the Articles of Incorporation for the above-referenced corporation, as well as our check in the amount of \$122.50 representing the following:

Filing Fee	\$ 35.00
Certificate Designating Resident Agent	35.00
Certified Copy of Articles of Incorporation	52.50

After filing the original Articles of Incorporation, please certify the enclosed copy and return same to this office.

Sincerely,



Bruce Brashear, Esq.

FILED
JAN 17 PM 12:04
TALLAHASSEE, FLORIDA

Enclosures

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-01/17/96--01079--009
****122.50 ****122.50

JAN 22 1996

EFFECTIVE DATE
Jan 12, 1996

ARTICLES OF INCORPORATION
OF
Planet Earth Recycling, Inc.

FILED
96 JAN 17 PM 12:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I

Name. The name of this Corporation is Planet Earth Recycling, Inc.

Article II

Principal Office. The address of the principal office of the Corporation is 2005 Hawthorne Road, Hawthorne, Florida 32640.

Article III

Duration. The period of duration of this Corporation shall be perpetual, commencing on the date of execution and acknowledgment of these articles.

Article IV

Purpose. The purpose of this Corporation is to engage in any activities or businesses permitted under the laws of the United States and under the Florida General Corporation Act including, but not limiting the acquisition of life insurance bonds, debentures, commodities, leaseholds, options, puts and calls, easements, mortgages, notes, mutual funds, investment trusts, common trust funds, voting trust certificates, and any class of stock or right to subscribe for stock, including trading on margin.

Article V

Capital Stock. This Corporation is authorized to issue One Thousand (1000) shares of \$.0001 par value common stock.

Article VI

By-Laws. The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and Shareholders.

Article VII

Initial Registered Office and Agent. The street address of the initial registered office of this Corporation is 920 N.W. 8th Avenue, Suite A, Gainesville, Florida, 32601, and the name of the initial registered agent of this Corporation is BRUCE BRASHEAR.

Article VIII

Initial Board of Directors. The Corporation shall have one (1) Director initially. The number of Directors may either be increased or diminished from time to time by the By-Laws, but it shall never be less than one. The name and address of the initial Director of this Corporation is Charles Ledford, P.O. Box 1120, Hawthorne, Florida 32640.

Article IX

Incorporator. The name and address of the person signing these Articles is Bruce Brashear, 920 N.W. 8th Avenue, Suite A, Gainesville, Florida, 32601.

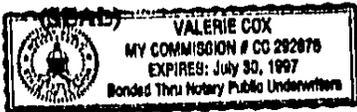
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 12th day of January, 1996.

Bruce Brashear
Bruce Brashear
Incorporator

**STATE OF FLORIDA
COUNTY OF ALACHUA**

The foregoing instrument was acknowledged before me this 12th day of January, 1996, by Bruce Brashear who is personally known to me or who has produced Florida Driver License N/A as identification, and who says that he is Incorporator of these Articles of Incorporation and as such Incorporator verifies that all statements and information contained herein are true and correct.

DATED this 12th day of January, 1996.



Valerie Cox
Notary Public
Valerie Cox
Printed Name
My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of Planet Earth Recycling, Inc., which is contained in the foregoing Articles of Incorporation.

DATED this 12 day of January, 1996.

Bruce Brashear
BRUCE BRASHEAR
Registered Agent

FILED
06 JAN 17 PM 12:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA