## P96000031979

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

400001772494 -04/08/96--01059--008 ++\*\*\*70.00 +\*\*\*\*70.00

SUBJECT:	EARTH QUEST, INC. (Proposed corporate name - must include suffix)	
	(Proposed corporate name - must include suffix)	

Enclosed is an original and one(1) copy of the articles of incorporation and a check for:

\$70,00 Filing Fee	□ \$78.75 Filing Fee & Certificate	□\$122,50 Filing Fee & Certified Copy	\$131.25 Filing Fee, Certified Copy & Certificate
		ADDITIONAL COPY REQUIRED	

FROM: Name (Printed or typed)			
3914 DOLPHIN DRIVE	<del></del> 1		
PANAMA CITY BEACH, FL 32408 City, State & Zip	ALLAHAS	58 4P2	
(904) 230 - 9659  Daytime Telephone number		INV 8-	To be the second of the second
Daytime Telephone number	SEE FLURIDA	AN 10: 62	
SN	APR	1210	902
		- 17	70

NOTE: Please provide the original and one copy of the articles.

# ARTICLES OF INCORPORATION OF EARTH QUEST, INC.

#### ARTICLE 1

The name of the Corporation shall be EARTH QUEST, INC.

#### ARTICLE II

The mailing address of the Corporation is:

3914 Dolphin Drive Panama City Beach, FL 32408

#### ARTICLE III

The Corporation is authorized to issue a total of 1,000,000 shares of common stock, which stock shall have no par value.

#### ARTICLE IV

The Corporation's initial registered office in Florida is 3914 Dolphin Drive, Panama City Beach, FL 32408. The name of the initial registered agent is Natasha Zalkin.

#### ARTICLE V

The names and addresses of the incorporators are:

Natasha Zalkin 3914 Dolphin Drive Panama City Beach, FL 32408

Kenneth W. Revell 3914 Dolphin Drive Panama City Beach, FL 32408

#### ARTICLE VI

The names and addresses of the initial directors are:

Natasha Zalkin 3914 Dolphin Drive Panama City Beach, FL 32408

Kenneth W. Revell 3914 Dolphin Drive Panama City Beach, FL 32408

#### ARTICLE VII

The Corporation is authorized to transact any and all lawful business.

The undersigned incorporators have executed these Articles of Incorporation, this 22nd day of March, 1996.

Natasha Zalkin, Incorporator

Kenneth W. Revell.

Incorporator

### CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is EARTH QUEST, INC.		
2. The name and address of the registered agent and office is:  NATASHA ZALKIN (NAME)  39/4 DOLPHIN DRIKE (P. O. Box or Mail Drop Box NOT ACCEPTABLE)  PANAMA CITY BEACH, FL 32408 (CITY/STATE/ZIP)	ASSEC FI	

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Matashin 3/22/96
(SIGNATURE) (DATE)