

P96000036968

LAW OFFICES

Richard P. Greene, P.A.

INTERNATIONAL BUILDING
2455 EAST SUNRISE BOULEVARD
SUITE 905
FORT LAUDERDALE, FLORIDA 33304

TELEPHONE (954) 551-0000
FAX (954) 551-0007

FILED
95 APR 25 PM 8:41
TALLAHASSEE, FLORIDA

ALL INFORMATION CONTAINED
HEREIN IS UNCLASSIFIED
DATE 07/10/01 BY 60322 UCBAW

April 23, 1996

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Eco Balance, Inc. (the "Company")

Dear Sir or Madam:

In connection with the above referenced Company, this correspondence is to request that you file the enclosed Articles of Incorporation. In that regard, I am enclosing an original and one copy of said Articles. Also enclosed is check number 5501 for \$70.00 made payable to the Secretary of State for the filing fee. Please send a copy of the filed Articles of Incorporation to me at 2455 East Sunrise Boulevard, Suite 905, Ft. Lauderdale, Florida 33304.

If you have any questions or need any further information, please do not hesitate to contact me.

Very truly yours,

RICHARD P. GREENE, P.A.

Richard P. Greene

Richard P. Greene
For the Firm

RPG/evb
Enclosures

CARPG-1EcoBalArticles.Ltr

F. CHESSE

APR 30 1996

**ARTICLES OF INCORPORATION
OF
ECO BALANCE, INC.**

THE UNDERSIGNED, for the purpose of forming a corporation for profit pursuant to Chapter 607, Florida Statutes, does hereby adopt the following Articles of Incorporation:

WITNESSETH:

**ARTICLE I
NAME AND ADDRESS**

The name and address of the principal office and/or mailing address of the Corporation is as follows:

**Eco Balance, Inc.
804-750 West Pender Street
Vancouver, B.C. V6C 2T8
Canada**

**ARTICLE II
DURATION**

This Corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation with the Department of State of Florida.

**ARTICLE III
PURPOSES**

This Corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE IV
CAPITAL STOCK**

This Corporation is authorized to issue 7,500,000 shares of \$.001 par value common stock.

Prepared by:
Richard P. Greene, P.A.
Richard P. Greene, Esquire
2455 East Sunrise Boulevard, Suite 905
Fort Lauderdale, Florida 33304
(305) 564-6616
Florida Bar Number: 504378

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56 APR 25 AM 8:41
TALLAHASSEE, FLORIDA

ARTICLE V
QUORUM FOR STOCKHOLDERS MEETINGS

Unless otherwise provided for in the Corporation's Bylaws, a majority of the shares entitled to vote, represented in person or by proxy, shall be required to constitute a quorum at a meeting of shareholders.

ARTICLE VI
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this Corporation is 2455 East Sunrise Boulevard, Suite 905, Fort Lauderdale, Florida 33304 and the name of the initial registered agent of this Corporation at such address is Richard P. Greene, P.A.

ARTICLE VII
INITIAL BOARD OF DIRECTORS

This Corporation shall have one director initially. The number of directors may be either increased or diminished from time to time in the manner provided in the Bylaws, but shall never be less than one. The name and address of the initial Director of the Corporation is as follows:

Robert Hoegler
804-750 West Pender Street
Vancouver, B.C. V6C 2T8
Canada

ARTICLE VIII
INCORPORATORS

The name and address of the Corporation's incorporator is:

Richard P. Greene
2455 East Sunrise Boulevard, Suite 905
Fort Lauderdale, Florida 33304

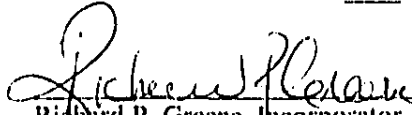
**ARTICLE IX
INDEMNIFICATION**

The Corporation shall indemnify its officers, directors and authorized agents for all liabilities incurred directly, indirectly or incidentally to services performed for the Corporation, to the fullest extent permitted under Florida law existing now or hereinafter enacted.

**ARTICLE X
LIMITATION ON SHAREHOLDER SUITS**

Shareholders shall not have a cause of action against the Company's officers, directors or agents as a result of any action taken, or as a result of their failure to take any action, unless deprivation of such right is deemed a nullity because, in the specific case, deprivation of a right of action would be impermissibly in conflict with the public policy of the State of Florida. The fact that this Article shall be inapplicable in certain circumstances shall not render it inapplicable in any other circumstances and the Courts of the State of Florida are hereby granted the specific authority to restructure this Article, on a case by case basis or generally, as required to most fully give legal effect to its intent.

IN WITNESS WHEREOF, we have subscribed our names this 23 day of April, 1996.

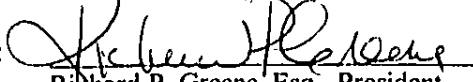


Richard P. Greene, Incorporator
2455 East Sunrise Boulevard, Suite 900
Ft. Lauderdale, Florida 33304

FILED
96 APR 25 AM 8:41
CLERK OF CIRCUIT COURT
IN AND FOR THE COUNTY OF DADE
FLORIDA

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

RICHARD P. GREENE, P.A.

By: 
Richard P. Greene, Esq., President

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LAW OFFICES
Richard P. Greene, P.A.

INTERNATIONAL BUILDING
2455 EAST SUNRISE BOULEVARD
SUITE 905
FORT LAUDERDALE, FLORIDA 33304
TELEPHONE: (954) 554-5010
FAX: (954) 551-0997

September 2, 1997

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Eco Balance, Inc. (the "Company")

800002285838--7
-09/05/97--01090--004
*****35.00 *****35.00

Dear Sir or Madam:

In connection with the above referenced Company, this correspondence is to request that you file the enclosed Articles of Amendment to the Articles of Incorporation amending the name of the Company to Eisport Products, Inc. In that regard, I am enclosing an original and one copy of said Amendment. Also enclosed is a check for \$35.00 made payable to the Secretary of State for the filing fee. Please send a copy of the filed Articles of Amendment to me at 2455 East Sunrise Boulevard, Suite 905, Ft. Lauderdale, Florida 33304.

If you have any questions or need any further information, please do not hesitate to contact me.

Very truly yours,

RICHARD P. GREENE, P.A.

Richard P. Greene

Richard P. Greene
For the Firm

RPG/evb
Enclosures
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FILED
97 SEP 18 AM 10:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Done 9/18

N/C Amend

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
ECO BALANCE, INC.**

FILED
97 SEP 18 AM 10:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The Articles of Incorporation of the above-named corporation (the "Corporation"), filed with the Department of State on the 25th day of April, 1996 and assigned Document Number P96000036968 are hereby amended pursuant to a written consent in lieu of meeting executed and approved by the holders of all of the Corporation's Common Stock and all of the Corporation's Directors on the 6th day of August, 1997, as follows:

ITEM 1

1. ARTICLE I - Name and address is hereby amended to read as follows:

**ARTICLE I
NAME AND ADDRESS**

The name and address of the principal office and/or mailing address of the Corporation is as follows:

**Eisport Products, Inc.
Suite 804, 750 West Pender Street
Vancouver, B.C. V6C 2T8
Canada**

ITEM 2

2. ARTICLE VII - Board of Directors is hereby amended to read as follows:

**ARTICLE VII
BOARD OF DIRECTORS**

This Corporation shall have two directors. The number of directors may be either increased or diminished from time to time in the manner provided in the Bylaws, but shall never be less than one. The name and address of the Directors of the Corporation are as follows:

**Robert Hoegler
Suite 804, 750 West Pender Street
Vancouver, B.C. V6C 2T8 Canada**

**Robert S. Tyson
Suite 804, 750 West Pender Street
Vancouver, B.C. V6C 2T8 Canada**

THIS DOCUMENT IS THE PROPERTY OF THE
This Articles of Amendment to the Articles of Incorporation was adopted by the directors
on the 6th day of August, 1997.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment to
the Articles of Incorporation this 6th day of August, 1997.

By: 
Robert S. Tyson, President / Director

By: 
Robert Hoegler, Secretary

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LAW OFFICES

Richard P. Greene, P.A.

INTERNATIONAL BUILDING

2455 EAST SUNRISE BOULEVARD

SUITE 905

FORT LAUDERDALE, FLORIDA 33304

TELEPHONE: (954) 564-0010

FAX: (954) 561-0987

September 15, 1997

Teresa Brown, Corporate Specialist
Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Eco Balance, Inc. (the "Company")
Ref. Number: P96000036968

Dear Ms. Brown:

In connection with the above referenced Company, and pursuant to our telephone conference this date, enclosed please find the revised Articles of Amendment to the Articles of Incorporation with language in the first paragraph reflecting that the amendments were approved by all shareholders and directors.

I am enclosing an original and one copy of said Amendment. Also enclosed is a copy of your correspondence. Please send a copy of the filed Articles of Amendment to me at 2455 East Sunrise Boulevard, Suite 905, Ft. Lauderdale, Florida 33304.

If you have any questions or need any further information, please do not hesitate to contact me.

Very truly yours,

RICHARD P. GREENE, P.A.

Richard P. Greene
Richard P. Greene
For the Firm

RPG/evb
Enclosures
CARPG-1/EcoBal/Amend.2



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 11, 1997

RICHARD P. GREENE, P.A.
2455 E. SUNRISE BLVD.
SUITE 905
FORT LAUDERDALE, FL 33304

SUBJECT: ECO BALANCE, INC.
Ref. Number: P96000036968

We have received your document for ECO BALANCE, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

If an amendment was adopted by the incorporators or board of directors without shareholder action, a statement to that effect and that shareholder action was not required must be contained in the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6908.

Teresa Brown
Corporate Specialist

Letter Number: 097A00045189