

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062

FAX (904) 222-1222

19700003454

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

3 Filings

[Signature]
 4/17

REQUEST TAKEN CONFIRMED APPROVED
 DATE 4/17/97
 TIME 10:50
 BY _____ CK No. _____

WALK-IN Will Pick Up *[Signature]*

RE: *Ecological Marketing, Inc.*

DISBURSED

Capital _____
 Art. of Inc. File _____
 Corp. Record Search _____
 LLC Partnership File _____
 Foreign Corp. File _____
 () Cert. Copy(s) *Photo*

Art. of Amend. File _____
 Dissolution/Withdrawal _____
 C U S _____
 Fictitious Name File _____

600002146066--6
 Name Reservation -04/17/97--01011--011
 Annual Report/Reinstatement ****210.00 *****70.00
 Reg. Agent Service _____
 Document Filing _____

Corporate Kit _____
 Vehicle Search _____
 Driving Record _____
 Document Retrieval _____

UCC 1 or 3 File _____
 UCC 11 Search _____
 UCC 11 Retrieval _____
 File No.'s, Copies _____
 Courier Service _____
 Shipping/Handling _____
 Phone () _____
 Top Priority _____
 Express Mail Prep. _____
 FAX () _____ pgs. _____

SUBTOTALS _____

FEE.....
 DISBURSED.....
 SURCHARGE.....
 TAX on corporate supplies.....
 SUBTOTAL.....
 PREPAID.....
 BALANCE DUE.....

97 APR 17 AM 11:02
 FILED
 SECRETARY OF STATE
 TALLAHASSEE FLORIDA
 97 APR 17 AM 10:24
 RECEIVED
 DEPT. OF REVENUE
 DIVISION OF SALES TAX
 TALLAHASSEE, FLORIDA

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection

**ARTICLES OF INCORPORATION
OF
ECOLOGICAL MARKETING, INC.**

THE UNDERSIGNED INCORPORATOR HEREBY FORMS A CORPORATION
UNDER CHAPTER 607 OF THE LAWS OF THE STATE OF FLORIDA.

ARTICLE I, NAME

THE NAME OF THE CORPORATION SHALL BE: ECOLOGICAL MARKETING,
INC. THE ADDRESS OF THE PRINCIPAL OFFICE OF THIS CORPORATION SHALL BE
13690 WATERFRONT DRIVE, PINELAND, FLORIDA 33945, AND THE MAILING
ADDRESS OF THE CORPORATION SHALL BE P. O. BOX 506, PINELAND, FLORIDA
33945-0506.

ARTICLE II, NATURE OF BUSINESS

THIS CORPORATION MAY ENGAGE OR TRANSACT IN ANY OR ALL LAWFUL
ACTIVITIES OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED
STATES, THE STATE OF FLORIDA OR ANY OTHER STATE, COUNTRY, TERRITORY
OR NATION.

ARTICLE III, CAPITAL STOCK

THE MAXIMUM NUMBER OF SHARES OF STOCK THAT THIS
CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ONE TIME IS 100
SHARES OF COMMON STOCK HAVING \$.0001 PAR VALUE PER SHARE.

ARTICLE IV, REGISTERED AGENT

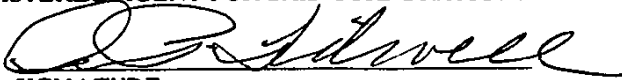
THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THE

97 APR 17 AM 11:02
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

CORPORATION SHALL BE 13960 WATERFRONT DRIVE, PINELAND, FLORIDA 33945,
AND THE NAME OF THE INITIAL REGISTERED AGENT OF THE CORPORATION AT
THAT ADDRESS IS ANN P. TIDWELL.

I HEREBY AM FAMILIAR WITH AND ACCEPT THE DUTIES AND
RESPONSIBILITIES AS REGISTERED AGENT FOR SAID CORPORATION.



SIGNATURE

ANN P. TIDWELL, REGISTERED AGENT

ARTICLE V, TERM OF EXISTENCE

THE CORPORATION IS TO EXIST PERPETUALLY.

ARTICLE VI, PREEMPTIVE RIGHTS

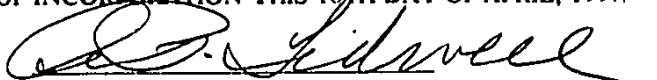
THE CORPORATION ELECTS TO HAVE PREEMPTIVE RIGHTS.

ARTICLE VII, INCORPORATOR

THE NAME AND ADDRESS OF THE INCORPORATOR TO THESE ARTICLES
OF INCORPORATION IS :

ANN P. TIDWELL
13690 WATERFRONT DRIVE
P.O. BOX 506
PINELAND, FLORIDA 33945

THE UNDERSIGNED INCORPORATOR HAS EXECUTED THESE
ARTICLES OF INCORPORATION THIS 16TH DAY OF APRIL, 1997.



SIGNATURE

97 APR 17 AM 11:02
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED