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May 19, 1997

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

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SUBJECT: Terra Cape Consulting, Inc.

I have enclosed the original and one copy of the Articles of Incorporation. You will also find my check for \$ 122,50 to cover the cost of the Filing Fees, Certified Copy of the Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Sincerely,

Dietrich Glatschke

D. Mulsh

Hallesche Str. 13

28832 Achim

Germany

Phone: 941 - 540 - 2971

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SECRETARY OF STATE

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SECRETARY SEE, FLORIDA

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE ONE

The name of the corporation shall be: Terra Cape Consulting, Inc.

ARTICLE TWO

The principle office of the corporation is located at 144 SW 38th. Terrace, Cape Coral, Florida 33914

ARTICLE THREE

The aggregate number of shares of stock which the corporation shall have authority to issue is 1000 shares of common stock at the par value of \$1,00 dollars each.

ARTICLE FOUR

The street address of its initial registered office is 144 SW 38th. Terrace, Cape Coral, Florida 33914 and the name of its initial registered agent at such address is: Dietrich Glatschke

ARTICLE FIVE

The name and address of the incorporator is:

Dietrich Glatschke

Hallesche Straße 13

28832 Achim

Germany

The undersigned incorporator has executed these Articles of Incorporation this

19. day of May, 1997

D. flutioher

Dietrich Glatschke

ARTICLE SIX

The effective date of incorporation shall be June 01, 1997

ARTICLE SEVEN

The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Florida Corporation Act.

ARTICLE EIGHT

The period of its duration is perpetual.

ARTICLE NINE

The number of directors constituting the initial board of directors is four and the name and address of the persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualified are:

Dietrich Glatschke

Hallesche Straße 13

28832 Achim Germany

Dirk Glatschke

Hallesche Straße 13

28832 Achim Germany

Inge Glatschke

Hallesche Straße 13

28832 Achim Germany

Inge Glatschke

Hallesche Straße 13

28832 Achim Germany

ARTICLE TEN

The Board of Directors is empowered to make, alter or repeal the Bylaws of the corporation without restriction of their powers conferred by statute.

ARTICLE ELEVEN

The powers of the incorporator in Article Five of these Articles of Incorporation cease upon the filing of these Articles of Incorporation.

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 Terra Cape Consulting, Inc.
- 2. The names and address of the registered agent and office is:

Dietrich Glatschke 144SW 38th. Terrace Cape Coral, FL. 33914 97 HAY 23 AM 9: 0
SECRETARY OF STATE
AND AMASSEE, FLORID

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 statues 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.

D. Mulicher Dietrich Glatschke

19. day of May, 1997