

P97000068412

August 2, 1997

200002259652--0
-08/06/97--01039--1105
***122.50 ***122.50

Florida Dept. of State
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32301

Subj: Incorporation of EARTH FALCON SERVICES, INC.

Dear Sir:

Enclosed please find the following:

1. The original and one copy of the Articles of Incorporation for the subject corporation. Please certify one copy and return it to the undersigned.
2. My check in the amount of \$122.50 to cover the filing fees.
3. Designation of Resident Agent.

Kindly acknowledge filing of these Articles of Incorporation, in compliance with Florida law and return the certified copy of the Articles of Incorporation to the undersigned to Gerald Klavinger, 2156 Allan Adale, Melbourne, FL 32935.

Thank you for your assistance in this matter.

Sincerely,

Gerald A. Klavinger

Gerald A. Klavinger

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 AUG -6 AM 11:59

ARTICLES OF INCORPORATION
OF
EARTH FALCON SERVICES, INC.

ARTICLE I. NAME

The name of this corporation is
EARTH FALCON SERVICES, INC.

ARTICLE II. DURATION

This corporation shall have perpetual existence.

ARTICLE III. PURPOSE

This corporation is organized for the purpose of transacting
any or all lawful business.

ARTICLE IV. CAPITOL STOCK

This corporation is authorized to issue 100 shares of \$1.00
par value common stock, which shall be designated "common
shares".

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock
of this corporation of the same kind, class or series as that
which he already holds, shall have the right to purchase his pro
rata share (as nearly as may be done without issuance of
fractional shares) at the price at which it is offered to others.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 AUG -6 AM 11:59

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2156 Allan Adale, Melbourne, Florida, 32935, and the name of this initial registered agent of this corporation at that address is GERALD A. KLAVINGER.

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 by the bylaws but shall never be less than one. The name and address of the initial director of this corporation are:

GERALD A. KLAVINGER
2156 Allan Adale
Melbourne, Florida 32935

ARTICLE VIII. PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the corporation is located at 2156 Allan Adale, Melbourne, Florida 21935, and the mailing address of the corporation is 2156 Allan Adale, Melbourne, Florida, 32935.

ARTICLE IX. INCORPORATOR

The name and address of the person signing these articles are:

GERALD A. KLAVINGER
2156 Allan Adale

Melbourne, Florida 32935

ARTICLE X. AMENDMENTS

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF the undersigned subscriber has executed these articles of incorporation on this 2nd day of August, 1997.

Gerald Klavinger

STATE OF FLORIDA
COUNTY OF BREVARD

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgements, personally appeared GERALD A. KLAVINGER to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above on this 3 day of August, 1997

Stewart R. Meikle
SIGNATURE ONLY



STEWART R. MEIKLE
COMMISSION # CC 654211
EXPIRES JUN 9, 2001
BONDED THRU
ATLANTIC BONDING CO., INC.


DESIGNATION
AS
REGISTERED AGENT

In compliance with Section 48.091, and Section 607.034, Florida Statutes, the following is submitted:

That EARTH FALCON SERVICES, INC., desiring to organize under the laws of the State of Florida, with its principal office at 2156 Allan Adale, Melbourne, Brevard County, Florida, 32935, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.


GERALD A. KLAINGER
Registered Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 AUG -6 AM 11:59