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LAW OFFICE OF

HARRY W. HASKINS

ADMITTED TO PRACTICE IN
FLORIDA AND IOWA

SOUTHRUST BANK PLAZA
1800 SECOND STREET, SUITE 819
SARASOTA, FLORIDA 34236-5906

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August 18, 1997

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

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-08/21/97--01048--018
*****70.00 *****70.00

RE: Terrestrial Sciences, Inc.

Dear Sirs:

Enclosed please find an original and one copy of the Articles of Incorporation for Terrestrial Sciences, Inc. I would appreciate your recording these Articles and returning a file-marked copy to me in the enclosed self-addressed and stamped envelope. Also enclosed please find a check in the amount of \$70.00 for the filing fee.

Thank you for your attention to this matter. Please feel free to contact me if you should have any questions.

Very truly yours,

Harry W. Haskins
Harry W. Haskins

HWH:sjj
Enclosure

FILED
97 AUG 21 PM 12:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

me 8/22/97

**ARTICLES OF INCORPORATION
OF
TERRESTRIAL SCIENCES, INC.**

FILED
97 AUG 21 PM 12:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of this corporation is **TERRESTRIAL SCIENCES, INC.** The principal office of the corporation shall be 1377 Main Street, Sarasota, Florida 34236.

ARTICLE II

NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is to manufacture, purchase, or otherwise dispose of, and to invest in, real and personal property and services, of every class, kind and description; to engage in any other lawful business; and to do any and all acts and things necessary, convenient, expedient, ancillary or in aid to the accomplishment of the foregoing.

ARTICLE III

STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV
MANAGEMENT

The business of the corporation shall be managed by the shareholders of this corporation rather than by a Board of Directors.

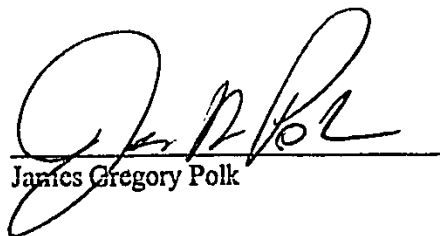
ARTICLE V
INCORPORATOR

The name and street address of the Incorporator of these Articles of Incorporation is:
JAMES GREGORY POLK, 1377 Main Street, Sarasota, Florida 34236.

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 1377 Main Street, Sarasota, Florida, and the name of the initial registered agent is: JAMES GREGORY POLK.

IN WITNESS WHEREOF, the undersigned has made and subscribed the foregoing Articles of Incorporation.


James Gregory Polk

STATE OF FLORIDA)
)SS:
COUNTY OF SARASOTA)

I HEREBY CERTIFY that on this day, personally appeared before me, an officer duly authorized to take acknowledgments, JAMES GREGORY POLK, to me know to be the person

described in and who signed the foregoing Articles of Incorporation and acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State aforesaid, this 15th day of August, 1997.



Susan J. Johnson
My Commission CC619712
Expires February 7, 2001

Susan Johnson

Notary Public

TERRESTRIAL SCIENCES, INC.

ACCEPTANCE BY REGISTERED AGENT

Having been designated as the Registered Agent of the above-named corporation to accept service of process for said corporation, at the place designated in the foregoing Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provision of the Act to keeping open said office.

James Gregory Polk

James Gregory Polk
Registered Agent

FILED
97 AUG 21 PM 12:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA