

P97000099500



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 607819 155222A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : November 20, 1997

ORDER TIME : 10:22 AM

ORDER NO. : 607819-005

CUSTOMER NO: 155222A

CUSTOMER: Adron Walker, Esq
BARNES WALKER, CHARTERED

3119 Manatee Avenue, West

Bradenton, FL 34205

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-11/20/97--01044--007
*****70.00 *****70.00

DOMESTIC FILING

NAME: EARTHWORKS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kim Clemons

EXAMINER'S INITIALS:

FILED
97 NOV 20 PM 3:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W97-26224

RECEIVED
97 NOV 20 AM 11:24
DIVISION OF CORPORATION
m



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

November 20, 1997

CSC

SUBJECT: EARTHWORKS, INC.
Ref. Number: W97000026224

RESUBMIT

Please give original
submission date as file date.

We have received your document for EARTHWORKS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of 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) 487-6067.

Neysa Culligan
Document Specialist

Letter Number: 197A00055653

RECEIVED
97 NOV 21 PM 1:09
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

OF

EARTHWORKS OF MANATEE, INC.

FILED
97 NOV 20 PM 3:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporators subscribing to these Articles of Incorporation, being competent to contract, hereby form a Corporation under the Laws of the State of Florida.

ARTICLE I

The name of this Corporation shall be **EARTHWORKS OF** and its initial mailing address shall be 3125 63rd Avenue East, Bradenton, Florida 34203. The initial address of the Corporation's principal office shall be 3125 63rd Avenue East, Bradenton, Florida 34203.

ARTICLE II

The purpose of this Corporation is to engage in any and all business not prohibited by the Laws of the State of Florida.

This Corporation shall have all powers given corporations under the Laws of the State of Florida.

ARTICLE III

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time shall be five hundred (500) shares of common stock having a par value of One Dollar (\$1.00).

ARTICLE IV

This Corporation is to exist perpetually.

ARTICLE V

The name of the initial Registered Agent is Michael K. Smalley, and the street address of the initial registered office of this Corporation is 3125 63rd Avenue East, Bradenton, Florida 34203. The Board of Directors may from time to time move the registered office to any other address in Florida.

ARTICLE VI

The name and address of each Incorporator of this Corporation is:

Michael K. Smalley
3125 63rd Avenue East
Bradenton, FL 34203

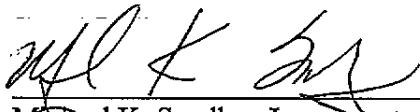
David J. Roehr
3125 63rd Avenue East
Bradenton, FL 34203

ARTICLE VII

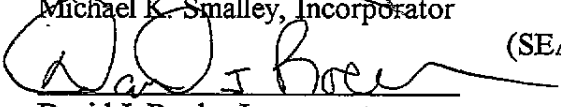
These Articles of Incorporation may be amended in the manner provided by law.

ARTICLE VIII

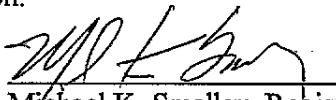
Pursuant to the provisions of Chapter 607, Florida Statutes, this Corporation shall begin in existence upon filing of these Articles of Incorporation with the Secretary of State on November 19, 1997, at 12:01 A.M.


Michael K. Smalley, Incorporator

(SEAL)


David J. Roehr, Incorporator

I hereby accept designation as Registered Agent of the above-named corporation, and I am familiar with and accept the obligations of the position.


Michael K. Smalley, Registered Agent