10000



ACCOUNT NO.: 07210000032

REFERENCE :

700406

AUTHORIZATION :

COST LIMIT : \$ 70.00

ORDER DATE : February 10, 1998

ORDER TIME : 12:05 PM

ORDER NO. : 700406-005

CUSTOMER NO:

9151A

CUSTOMER: Lynora Indiviglio, Legal Asst

HARRY WINDERMAN, ESQ

400002427014--8

Suite 140

2295 Corporate Boulevard Nw

Boca Raton, FL 33431

DOMESTIC FILING

NAME:

GLOBAL ENVIRONMENTAL

CONSORTIUM, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

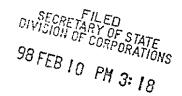
_ CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Brenda Phillips

EXAMINER'S INITIALS:



ARTICLES OF INCORPORATION

OF

GLOBAL ENVIRONMENTAL CONSORTIUM, 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:

GLOBAL ENVIRONMENTAL CONSORTIUM, INC.

The address of the principal office of this corporation shall be 2295 Corporate Boulevard Northwest, Suite 140, Boca Raton Florida 33431, and the mailing address of the corporation shall be the same.

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 any one time is 10,000,000 shares of common stock having \$.0001 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company 1201 Hays Street Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on February 10, 1998.

CORPORATION SERVICE COMPANY

Its Agent, Karen B. Rozar

DIVISION OF CORPORATIONS

98 FEB 10 PM 3:18

ACCEPTANCE OF REGISTERED AGENT DESIGNATED 18 18

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

Its Agent, Karen B. Rozar

CLD/bsp