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RICK PETERSON, P.A.
Certified Public Accountant
4801 S. University Drive
Davie, FL 33328
(954) 434-7511
(954) 680-1649 fax

February 18, 1998

Secretary of State
P.O. Box 6327
Tallahassee, FL 32314

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-03/04/98--01101--017
*****70.00 *****70.00

Re: Earl's Services, Inc.

Dear Sir:

Please accept these Articles for filing for the above referenced corporation. An original and two copies are included. Enclosed is a check for \$ 70.00 to cover the filing fee for the articles of incorporation and designation of a registered agent.

Sincerely,

Rick
Rick Peterson

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98 MAR -4 AM 10:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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MAR - 4 AM 10:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Incorporation
of
Earl's Services, Inc.

I, the undersigned, hereby make, subscribe and acknowledge this Certificate for the purpose of becoming a Corporation under the Laws of the State of Florida.

ARTICLE I - NAME AND DURATION

The name of the corporation shall be: Earl's Services, Inc. and its existence shall be perpetual.

ARTICLE II - BEGINNING OF CORPORATE EXISTENCE

The existence of this corporation shall commence on the date these Articles are filed.

ARTICLE III - PURPOSE

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of one (\$1.00) dollar par value common stock.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name of the initial agent of this corporation is Earl Handfield at such address of 13231 NW 23 Ave, Miami, FL 33167.

The principal office address and the mailing address of the registered agent are the same.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The initial director of this corporation shall be the Incorporator named below.

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles is Earl Handfield whose address is 13231 NW 23 Ave, Miami, FL 33167.

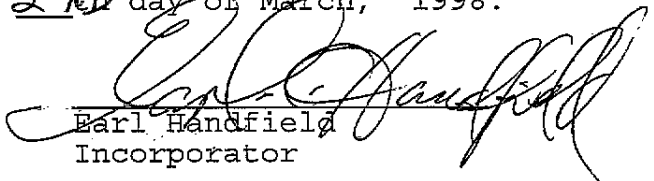
ARTICLE VIII - INDEMNIFICATION

The corporation shall indemnify all officers and directors, and former officers and directors, to the full extent permitted by law as the law now exist or may be amended hereafter.

ARTICLE IX - AMENDMENT

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 2ND day of March, 1998.


Earl Handfield
Incorporator

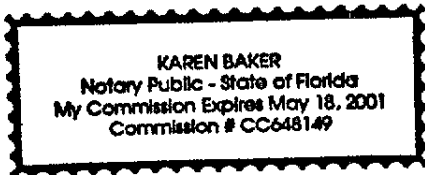
STATE OF FLORIDA)
 SS:
COUNTY OF BROWARD)

This foregoing Articles of Incorporation were acknowledged before me this 2ND day of March, 1998 by Earl Handfield.

My Commission Expires:

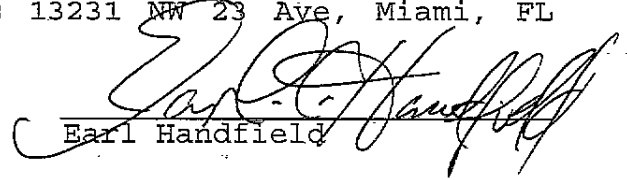


Notary Public



Oath of Acceptance of Registered Agent:

Having been named as Registered Agent to accept service of process as above, I hereby accept to act in said capacity and agree to comply with requirements of law in said regard including keeping open said office, whose address is 13231 NW 23 Ave, Miami, FL 33167.


Earl Handfield

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