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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255
FAX #: (305)541-3770

NAME: ALPHA EARTH, INC.

AUDIT NUMBER.....H98000020917

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

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PAGES..... 4

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ARTICLES OF INCORPORATION

④

OF

ALPHA EARTH, INC.

ARTICLE I

CORPORATE NAME

The name of the corporation is: Alpha Earth, Inc.

ARTICLE II

NATURE OF CORPORATE BUSINESS

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

ARTICLE III
CAPITAL STOCK

The corporation is authorized to issue and have outstanding at any one time an aggregate number of one hundred (100) shares of one class of common stock having a par value of one (\$1.00) dollar per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV.
PREEMPTIVE RIGHTS

All shareholders of the corporation shall be vested with full preemptive rights.

Prepared By:
Joseph Rizzo, Esq.
1790 N.W. 122 Terrace
Pembroke Pines, FL 33026
(954)431-4335
FL. Bar No. 909564

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ARTICLE V.

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

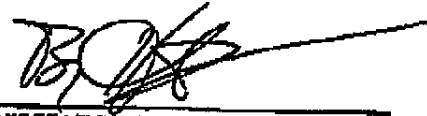
The corporation's initial Registered Agent and Registered Office in the State of Florida are:

INITIAL REGISTERED AGENT : BARRY HARTMAN

INITIAL REGISTERED OFFICE : 15970 W. State Road 84, Suite 105
Fort Lauderdale, FL 33326

ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT

Having been named initial Registered Agent to accept service of process of the corporation at the initial registered office designated in these Articles of Incorporation, I, BARRY HARTMAN, hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of law pertaining thereto.



BARRY HARTMAN
REGISTERED AGENT

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial Board of Directors of the Corporation are two (2). The name and address of the member of the Initial Board of Directors is:

- | | |
|------------------|--|
| 1) BARRY HARTMAN | 15970 W. State Road 84, Suite 105
Fort Lauderdale, FL 33326 |
| 2) JAMES NERO | 6316-36 Lantana Road
Lake Worth, FL 33463 |

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ARTICLE VII


PRINCIPLE OFFICE OR MAILING ADDRESS

The principle office or mailing address of the corporation is: 15970 W. State Road 84,
Suite 105, Fort Lauderdale, FL 33326.

ARTICLE VIII

INCORPORATOR

The name and street address of the incorporator executing these articles of Incorporation
is: BARRY HARTMAN, 15970 W. State Road 84, Suite 105, Fort Lauderdale, FL 33326.



BARRY HARTMAN
INCORPORATOR

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