

P00000040352

The Law Offices of
Brenda Lee Hamilton, P.A.
555 South Federal Highway, Suite 270
Boca Raton, Florida 33432
(561)416-8956

Facsimile: (561)416-2855

E-mail: lawrocks@aol.com

April 6, 2000

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

400003211244-9
-04/17/00--01117--008
***128.75 ***128.75

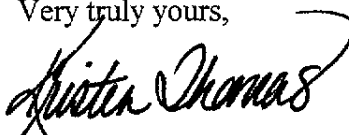
Re: Domestication of The Stock Advisor, Inc. (the "Company")

To whom it may concern:

Enclosed please find a one original and one copy of the Certificate of Domestication and Articles of Incorporation for the Company, along with a check for \$128.75 to cover the fees of domesticating the Company. Please send a certified copy to the address above in the enclosed self addressed stamped envelope.

If you have any questions, please contact our office.

Very truly yours,



Kristen Thomas, Esq.

FILED
00 APR 17 AM 7:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Handwritten initials and date: CB 4-24-00

CERTIFICATE OF DOMESTICATION

The undersigned, H. Leon Mogul, President
(Name) (Title)

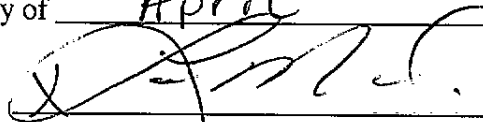
of The Stock Advisor, Inc. a foreign Corporation,
(Corporation Name)

in accordance with F.S., 607.1801 does hereby certify:

1. The date on which corporation was first formed was December 22, 1999.
2. The jurisdiction where the above named corporations was first formed, incorporated, or otherwise came into being was South Carolina.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was The Stock Advisor, Inc.
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to s. 607.0202 and 607.0401 with this certificate is The Stock Advisor, Inc.
5. The jurisdiction that constituted the seat, siege, social principal place of business or central administration of the corporation, or any other equivalent thereto under applicable law immediately prior to the filing of the Certificate of Domestication was South Carolina.
6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s. 607.1801.

I am President of The Stock Advisor, Inc.

and am authorized to sign this certificate of Domestication on behalf of the corporation and have done so this the 12 day of April, 2000.


(Authorized Signature)

FILED
00 APR 17 AM 7:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Filing Fee:	
Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	\$78.75
Total to domesticate and file	\$128.75

ARTICLES OF INCORPORATION
OF
THE STOCK ADVISOR, INC.

FILED
00 APR 17 AM 7:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is The Stock Advisor, Inc.

ARTICLE II

The existence of the corporation shall be perpetual starting on the date these articles of incorporation are filed with the Florida Department of State.

ARTICLE III

The street address of the principal office of the Corporation is 749 Creekside Drive, Mount Pleasant, SC 29464.

ARTICLE IV

The maximum number of common shares this Corporation is authorized to issue is 50,000,000, with a par value of \$.001 per share. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote. The maximum number of preferred shares this Corporation is authorized to issue is 10,000,000, with a par value of \$.001 per share. The Preferred Shares shall have such rights and preferences as determined by the Board of Directors.

ARTICLE V

The initial street address of the Corporation's registered office is 555 South Federal Highway, Suite 270, Boca Raton, FL 33432. The initial registered agent for the Corporation at that address is Brenda Hamilton.

ARTICLE VI

The Board of Directors shall consist of a minimum of one (1) director. The names and addresses of the persons who will serve on the initial board of directors are:

H. Leon Mogul	749 Creekside Drive, Mount Pleasant, SC 29464
Drew Lazetta	P.O. Box 565, Isle of palm, SC 29451

ARTICLE VII

The name and street address of the persons signing these articles of incorporation are:

H. Leon Mogul	749 Creekside Drive, Mount Pleasant, SC 29464
---------------	---

ARTICLE VIII

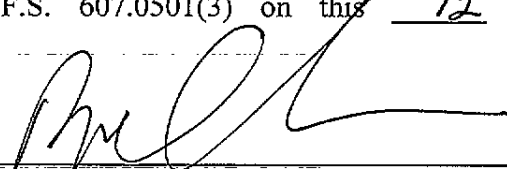
The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 4th day of April, 2000.


Name: H. Leon Mogul

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for The Stock Advisor, Inc. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3) on this 12 day of April, 2000.


Name: Brenda Hamilton

FILED
00 APR 17 AM 7:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA