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L. F. HARRIS & ASSOCIATES, C.P.A., P.A.
 227 N. MAGNOLIA AVENUE, SUITE 203
 ORLANDO, FL 32801

City/State/Zip

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

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FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 98 JUL 23 AM 9:59

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials **RP 6727-90**

ARTICLES OF INCORPORATION

OF

SOLAR RESOURCES, INC.

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98 JUL 23 AM 9:59

The undersigned subscribers to these Articles of Incorporation, natural Persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the non profit corporation shall be SOLAR RESOURCES, INC.

ARTICLE II - PURPOSE

The purpose for which this Corporation is to provide social, educational and economic opportunities to members of the community, and to recognize, ascertain provide and develop leadership, development and understanding among youth and adults, and to promote interaction, between the local and Haitian communities, together with promoting those issues and concerns which are vital to and impact upon the Haitian community.

A. The specific and primary purposes are:

(1) The purposes of which the corporation is organized are exclusively benevolent, charitable, scientific, literary, and educational within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1954 or corresponding provisions of any future United Internal Revenue Law.

(2) Notwithstanding any other provisions of these Articles, this organization shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal Income Tax under Section 501 (c) (3) of the Internal Revenue Code of 1954 or the corresponding provisions of any future United States Revenue law.

(3) The corporation is irrevocably dedicated to and operated exclusively for nonprofit purposes, and no part of the income or assets of the Corporation shall be distributed to, nor to inure to the benefit of any individual.

B. In furtherance, but not limitation of the foregoing benevolent,

charitable, scientific, literary, and educational purposes, the Corporation shall have the following powers:

(1) To collect and disseminate statistics and other information, to conduct investigations, to engage in various fund-raising activities to conduct promotion activities, including advertising and publicity, in or by any suitable manner or media.

(2) To buy, own, sell, assign, mortgage or lease any interest in real estate and personal property and to construct, maintain and operate improvements thereon necessary or incident to the accomplishment of the purposes set forth herein.

(3) To borrow money and issue evidence of indebtedness in furtherance of any or all of the objectives of its business, and to secure the same by mortgage, pledge or other lien on the corporation's property.

(4) To consider and deal by all lawful means with common problems involved in the promotion of economic growth and development among members, through the provision of financial services and support, pooling of financial resources, participation in community enrichment projects, and to secure and advance cooperative action in advancing common purposes of the members of the association.

ARTICLE III - MEMBERSHIP

A. ACTIVE MEMBERSHIP. Any natural person, is eligible to become an active member of the SOLAR RESOURCES, INC., in accordance with full participation and other privileges, provided he/she is qualified under such rules as the Officers of the Corporation may provide. The initial members of the Corporation shall be those individuals who have presently accepted the responsibility of membership, and are so designated by the Board of Directors of the Corporation.

B. ASSOCIATE MEMBERSHIP. Anyone interested in the activities of the Corporation may be awarded an associate membership under such terms and with such privileges as the Officers of the Corporation may determine.

C. VOTING. On those issues which may from time to time be brought up for a vote, by the direction of the Board of Directors, each active member shall be

entitled to one vote. Proxy voting is permitted.

ARTICLE IV - EXISTENCE

The existence of this Corporation shall be perpetual.

ARTICLE V - MEETINGS

A. ANNUAL MEETING. There shall be an annual meeting during the month of December, unless otherwise ordered by the Board of Directors, for voting and transacting other business. Meetings shall be open to all members, of The Board of Directors. Notice of these meetings, issued by the Secretary, shall be made to the last recorded address of each member of the Board of Directors, at least ten (10) days before the time appointed for the meeting.

B. QUORUM. A majority of the members of The Board of Directors who are present at any one meeting shall represent a quorum.

ARTICLE VI - ADDRESS

The street address of the initial office of the corporation shall be 160 Sandal Wood Circle, Kissimmee Florida, 34743. The Board of Directors may from time to time designate such other address and place for the principal office of this Corporation as it may see fit.

ARTICLE VII - DIRECTORS

This Corporation shall have four (4) Directors initially. The number of Directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.

ARTICLE VIII - INITIAL DIRECTORS

The name and street address of the first Board of Directors who shall hold office until their successors are appointed by vote of the Board of Directors, are as follows:

PRESIDENT: LOUIS CHAVANNES:
 160 Sandal Wood Circle
 Kissimmee Florida, 32743

VICE PRESIDENT: JOHNNY F. CHARLES
 160 Sandal Wood Circle
 Kissimmee, Florida, 32743

TREASURER: HAROLD NICOLEAU

.160 Sandal Wood Circle
Kissimmee, Florida, 32743

PARLIMENTRAIN: STANLEY ERIC HALBERT
2300 E. Concord Street
Orlando, Florida, 32803

ARTICLE IX -- AMENDMENTS TO ARTICLES

These articles may be amended or repealed, in whole or in part, by a majority vote of the Board of Directors.

ARTICLE X - BYLAWS

Bylaws will be hereafter adopted. Such bylaws may be amended or repealed, in whole or in part, in the manner provided therein, and the amendments to the bylaws shall be binding on all members, including those who may have voted against them.

ARTICLE XI- DISTRIBUTION OF ASSETS

In the event of dissolution, the residual assets of the organization will be turned over to one, or more organizations which themselves are exempt as organizations described in Sections 501 (c) (3) and 170 (c) (2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State, or local government for exclusive public purpose.

ARTICLE XII- ANTI DISCRIMINATION

The corporation does not, nor will not tolerate discrimination, based upon race, sex, creed, national origin, physical handicap, or gender, in the administration, organization, production and implementation of any of the corporations services, functions or activities.

ARTICLE XIII- INDEMNIFICATION

Any person (and the heirs, executors, and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he is or was a Director, Officer, or Incorporator of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney fees and disbursements, incurred by him (or by his heirs, executors, or administrators) in conjunction with the defense or settlement

of such action, suit proceeding, or in conjunction with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit, or proceeding that such Director, Officer, or Incorporator is liable for negligence or misconduct in the performance of his duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director, Officer, or Incorporator or such heirs, executors or administrators may be entitled apart from this Article.

ARTICLE XIII- REGISTERED OFFICE AND AGENT

The initial street address in Florida of the initial registered office of the Corporation is 160 Sandal Wood Circle, Kissimmee, Florida, 32743, and the name of the initial registered agent is LOUIS CHAVANNES.

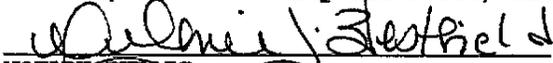
IN WITNESS WHEREOF, THE UNDERSIGNED has made and subscribed of the Articles of Incorporation at Orange, County, Orlando, Florida on this 20 day of July, 1998.

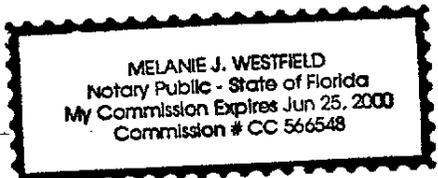

LOUIS CHAVANNES

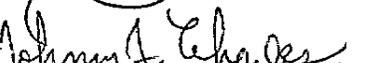
STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority personally appeared, LOUIS CHAVANNES, who is to me well known to be the person described in and who provided as identification C152-528-54-124-0, who subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, at Orlando, in said County and State, this 20 day of July, 1998.


NOTARY PUBLIC
MY COMMISSION EXPIRES:




JOHNNY F. CHARLES

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority personally appeared, JOHNNY F. CHARLES, who is to me well known to be the person described in and who provided as identification C642-426-54-096-0, who subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according

to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, at Orlando, in said County and State, this 23rd day of July, 1998.

Melanie J. Westfield
NOTARY PUBLIC
MY COMMISSION EXPIRES:

Harold Nicoleau
HAROLD NICOLEAU

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority personally appeared, HAROLD NICOLEAU, who is to me well known to be the person described in and who provided as identification 1246-350-57-285-0, who subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, at Orlando, in said County and State, this 21st day of July, 1998.

Melanie J. Westfield
NOTARY PUBLIC
MY COMMISSION EXPIRES:

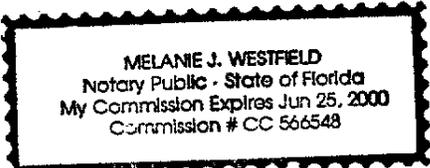
Stanley Eric Halbert
STANLEY ERIC HALBERT

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority personally appeared, STANLEY ERIC HALBERT, who is to me well known to be the person described in and who provided as identification personally known, who subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, at Orlando, in said County and State, this 20th day of July, 1998.

Melanie J. Westfield
NOTARY PUBLIC
MY COMMISSION EXPIRES:



CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: **Solar Resources Inc.**

2. The name and address of the registered agent and office is:

LOUIS CHAVANNES
160 Sandal Wood Circle
KISSIMMEE FLORIDA 34743

Signature: _____

(Corporate Officer)

Title: **CHIEF EXECUTIVE OFFICER**

Date: **July 20, 1998**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 23 AM 10:00

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature: _____

Date: **July 20, 1998**