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LARRY LEGEL, TRUSTEE

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

March 2, 2000

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

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*****70.00 *****70.00

Gentlemen,

Enclosed please find herewith Articles of Incorporation to be
filed for STATCO TECHNOLOGIES, INC.

Please accept our check for \$70 for incorporation fees.

Thank you for your assistance.

Sunshine,


LARRY LEGEL, TRUSTEE

F. CHASE MAR 1 4 2000

**ARTICLES OF INCORPORATION
OF
STATCO TECHNOLOGIES, INC.**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to make contracts, does hereby form a corporation under the laws of the State of Florida.

ARTICLE I

The name of this Corporation is STATCO TECHNOLOGIES, INC.

ARTICLE II

This Corporation is formed for the purpose of engaging in any lawful activity or business permitted under the laws of the United States of America, the State of Florida, or any other state or country, more specifically to engage in the business of hearing aids, cellular communications, satellite communications and/or any other business venture the Board of Directors may deem necessary for corporate success.

ARTICLE III

The aggregate number of shares which this Corporation shall have the authority to issue shall be: 32,500,000 shares to be defined as follows:

<u>Stock Class</u>	<u>Identification</u>	<u>Type</u>	<u>Amount</u> <u>Authorized</u>	<u>Stated</u> <u>Par</u> <u>Value</u>	<u>Initial</u> <u>Offering</u> <u>Price Ea.</u>	<u>Total Initial Offering \$</u>
Common	A	Voting	15,000,000	\$0.20	\$0.20	\$3,000,000
	B	Non-Voting	2,500,000	\$0.20	\$0.20	\$500,000
	C	Non-Voting	2,500,000	\$0.20	\$0.20	\$500,000
Guaranteed	G	Guaranteed	2,500,000	NONE	\$0.20	\$500,000
Preferred	P	Preferred	10,000,000	\$0.05	\$0.05	\$500,000
TOTAL			32,500,000			\$5,000,000

ARTICLE IV

The amount of capital with which this Corporation will begin business is Five Hundred Dollars (\$500.00).

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TALLAHASSEE, FLORIDA

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ARTICLE V

This Corporation is to exist perpetually.

ARTICLE VI

No officers, directors or shareholders shall be personally liable for any debts of this Corporation, and shall be indemnified from suit by the Corporation except in the case of wrong - doing.

ARTICLE VII

The street address of the initial principal office is: 5100 N. FEDERAL HWY., SUITE 409 FT. LAUDERDALE, FL 33308 and the name of its initial registered agent is LARRY LEGEL.

ARTICLE VIII

The number of directors constituting the initial Board of Directors of this Corporation is from one (1) to six (6). The name and street address of the initial director or directors of this Corporation is:

(1) ED STATON 4000 McCAIN BLVD.
NORTH LITTLE ROCK, AR 72116

The initial director and/or directors may serve from time to time and may, by resolution, fix the number constituting the Board of Directors created by an increase in the number of directors or any vacancies which may occur between annual meetings. The number of directors of this corporation shall not be less than one (1), nor more than six (6) at this time.

ARTICLE IX

The name and street address of the subscriber / trustee to these Articles of Incorporation, is noted herein.
Larry Legel 5100 N. Federal Hwy., Suite 409 Ft. Lauderdale, FL 33308
Owner of 400 shares at \$0.20 each for \$80.00 initial setup capital.

ARTICLE X

The date when corporate existence shall commence upon the filing of these Articles of Incorporation with the Secretary of the State of Florida.

ARTICLE XI

This Corporation, and the parties hereto, shall take whatever action necessary to cause the shares of this Corporation to qualify as Section 1244 Stock, (unless the corporation has gone public), and/or as such term as is used and defined in the Internal Revenue Code of 1986 and the Regulations issued thereunder.

ARTICLE XII

Anything to the contrary contained in these Articles of Incorporation notwithstanding, if the shareholders of this Corporation shall so elect, they may exercise all powers and conduct the business and affairs of this Corporation with an election of the Board of Directors and/or in accordance with the Bylaws of the Corporation.

ARTICLE XIII

The directors of this corporation need not be residents of any particular state.

The Board of Directors of this Corporation shall have exclusive authority to fix the compensation of the officers and directors of this Corporation, unless otherwise provided in the Bylaws or Articles hereinafter.

The Bylaws of the Corporation may be amended from time to time with a majority vote of the Directors.

ARTICLE XIV

Members of the Board of Directors may participate in special meetings or regular meetings of the Board of Directors by means of a conference telephone, and/or as

provided by law.

ARTICLE XV

This Corporation, its shareholders, or any combination of this Corporation and its Shareholders unless the corporation has gone public or merge with a public company, may enter into agreements limiting or restricting free transfers of shares of its capital stock. Any such agreements will be valid and enforceable among the parties to such agreements, and when the existence of such an agreement is noted on the face or on the back of the purchase confirmation or certificates representing any such shares, such agreements will be binding and enforceable upon any transferee or successor of any party to such agreement.

All securities issued by the corporation are to be considered fully negotiable instruments.

ARTICLE XVI

These Articles of Incorporation may be amended in the manner provided in the Bylaws and/or may be amended at any regular or special shareholders meeting called for such purpose, upon a majority affirmative vote of all the shareholders entitled to vote thereon.

IN WITNESS WHEREOF, the undersigned does hereby affix his hand for the purpose of forming this Corporation this 2nd day of March, 2000

Larry Legel
LARRY LEGEL, TRUSTEE

STATE OF FLORIDA)
)
COUNTY OF BROWARD)

STATE OF FLORIDA)
)
COUNTY OF BROWARD)

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared LARRY LEGEL, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation, and he proved his identity by driver's license.

IN WITNESS WHEREOF, I have hereto set my hand and affixed my official seal, in the State and County aforesaid, this 2ND day of March, 2000.



NOTARY PUBLIC

My Commission Expires:



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICLE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is recorded:

First – That STATCO TECHNOLOGIES, INC. desiring to organize or qualify under the laws of the State of Florida with its principal place of business in the State of Florida, has named

LARRY LEGEL

5100 N. FEDERAL HWY., STE. 409

FT. LAUDERDALE, FL 33308

as its agent to accept service of process within Florida.

Signature


LARRY LEGEL

Title

RESIDENT AGENT

Date

3-2-00

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Signature


LARRY LEGEL, RESIDENT AGENT

Date

3-2-00

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