

PO0000059316



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 735368 7197032

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Pizzit

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUN 19 PM 3:26

ORDER DATE : June 19, 2000

ORDER TIME : 9:52 AM

ORDER NO. : 735368-005

CUSTOMER NO: 7197032

CUSTOMER: Mr. Joshua Gutstein
BURK & KODA PLLC
BURK & KODA PLLC
1818 N Street N.w.
Seventh Floor
Washington, DC 20036-2406

200003295072--5

DOMESTIC FILING

NAME: RESOURCE STATION, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kim Clemons - EXT.

EXAMINER'S INITIALS:

RECEIVED
00 JUN 19 AM 11:26
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
FALL ARLASSE, FL 32204

g 6/19/00

ARTICLES OF INCORPORATION

00 JUN 19 PM 3: 26

OF

RESOURCE STATION, INC.

The undersigned does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a corporation for profit, pursuant to the provisions of § 607 of the Florida Business Corporation Act.

FIRST: The corporate name for the corporation (hereinafter called the "corporation") is RESOURCE STATION, INC.

SECOND: The street address and mailing address, wherever located, of the principal office of the corporation is 124 Happy Haven Dr., #27, Osprey, Florida 34229.

THIRD: The total number of authorized shares of the Corporation shall be 20,000,000, at \$.0001 par value of common stock and 10,000,000 at \$.0001 par value of preferred stock. The rights, preferences and privileges of the preferred stock shall be determined at a later date by a vote of the board of directors.

FOURTH: The street address of the initial registered office of the corporation in the State of Florida is 124 Happy Haven Dr., #27, Osprey, Florida 34229.

The name of the initial registered agent of the corporation at the said registered office is Shondi Allan.

The written acceptance of the said initial registered agent, as required by the provisions of Section 607.0501(3) of the Florida Business Corporation Act, is set forth following the signature of the incorporator and is made a part of these Articles of Incorporation.

FIFTH: The name and the address of the incorporator is:

NAME	ADDRESS
Shondi Allan	124 Happy Haven Dr., #27, Osprey, Florida 34229

SIXTH: The name and the address of the initial Director is:

Shondi Allan

124 Happy Haven Dr., #27, Osprey, Florida 34229

SEVENTH: The purposes for which the corporation is organized are as follows:

To help entrepreneurs and businesses succeed through providing education and other products and services and generally to perform any and all acts connected therewith or arising therefrom or incidental thereto, and all acts proper or necessary for the purpose of the business.

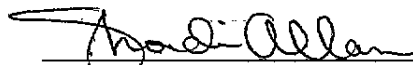
To have all of the general powers granted to corporations organized under the Florida Business Corporation Act, whether granted by specific statutory authority or by construction of law.

EIGHTH: The duration of the corporation shall be perpetual.

NINTH: The corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, vote of shareholders or disinterested directors, or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.

TENTH: Whenever the corporation shall be engaged in the business of exploiting natural resources or other wasting assets, distributions may be paid in cash out of depletion or similar reserves at the discretion of the Board of Directors and in conformity with the provisions of the Florida Business Corporation Act.

Signed on June 15, 2000


Shondi Allan, Incorporator

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in these Articles of Incorporation, 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.

By: _____

Shondi Allan

Shondi Allan, President

Date: June 15, 2000

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUN 19 PM 3:26