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****122.50 *****78.75

Bureau of Corporate Records
P O Box 6327
Tallahassee, Fl 32301

Enclosed is the follwoing fee to incorporate.

FLORIDA CORPORATION
CERTIFICATE DESIGNATION AGENT
CHARTER TAX NO PAR VALUW STOCK
CERTIFICATION FEES-CERTIFICATE

TOTAL

\$122.50

MAIL FILING ACKNOWLEDGEMENT TO:

CHARLES D. FARRAR, JR..
285 SEABREEZE CIRCLE
JUPITER FL 33477

FILED
01 SEP -4 AM 11:02
SECRETARY OF STATE
TALLAHASSEE, FL 32301

9-4-01
~~12133~~
WC



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

August 17, 2001

CHARLES D. FARRAR, JR.
285 SEABREEZE CIR.
JUPITER, FL 33477

SUBJECT: THE RESOURCE COMPANY, INC.
Ref. Number: W01000019133

We have received your document for THE RESOURCE COMPANY, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6995.

Wanda Cunningham
Document Specialist
New Filing Section

Letter Number: 401A00047227

FILED
01 SEP -4 AM 11:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF CORPORATION

OF

RESOURCE *Solutions*, INC.

The undersigned; for the purpose of forming a corporation under the FLORIDA GENERAL CORPORATION ACT hereby adopts the following Articles of Incorporation:

ARTICLE ONE

NAME

The name of the corporation is *Resource Solutions Inc.*

ARTICLE TWO

DURATION

The terms of existence of the corporation is perpetual.

ARTICLE THREE

PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Laws of the State of FLORIDA.

ARTICLE FOUR

CAPITAL STOCK

The maximum number of shares which the corporation has authouity to issue is 500 all of which shall be common shares with No Par Value.

ARTICLE FIVE

REGISTERED OFFICE

The street address of the initial registered office of the corporation shall be 285 SEABREEZE CIRCLE, JUPITER FL 33477 and the name of the initial registered agent at such address is CHARLES D FARRAR, JR. . The principal address of the corporation will be the same as registered office.

Charles D Farrar

CHARLES D FARRAR, JR.

ARTICLE SIX
PRE-EMPTIVE RIGHTS

The shareholders shall have Pre-Emptive Rights.

ARTICLE SEVEN
DIRECTORS

The Board of Directors of the corporation shall consist of TWO member. The name and address of the initial Directors of the Board.

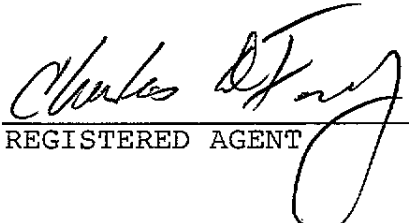
<u>NAME</u>	<u>ADDRESS</u>
CHARLES D FARRAR, JR.	285 SEABREEZE CIRCLE JUPITER, FL 33477
LAURENCE MONTELLO	1911 HARTFORD CT. WEST PALM BEACH FL 33409

ARTICLE EIGHT
INCORPORATOR

The name and address of the incorporator is; and I hereby am familiar with and accept the duties as registered agent for said corporation.

<u>NAME</u>	<u>ADDRESS</u>
CHARLES D FARRAR, JR.	285 SEABREEZE CIRCLE JUPITER, FL 33477

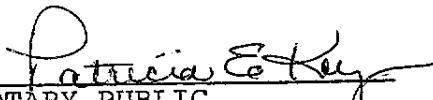
IN WITNESS WHEREOF, I have subscribed my name this


REGISTERED AGENT

STATE OF FLORIDA :
: SS
COUNTY OF PALM BEACH :

On this 8th August 2001, before me, an officer duly authorized in the State and County aforesaid to take acknowledgements, personally appeared Charles Farrar known to me to be the person whose name is subscribed, to the within instrument, and acknowledged that he executed the same for the purpose therein contained.

IN WITNESS WHEREOF, I hereto set my had official seal.


NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

MY COMMISSION EXPIRES:



Patricia E. Key
MY COMMISSION # CC681261 EXPIRES
October 1, 2001
BONDED THRU TROY FAIN INSURANCE, INC.