

**Electronic Articles of Incorporation
For**

P12000060319
FILED
July 09, 2012
Sec. Of State
jshivers

RARE EARTH RESOURCES CORP.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

RARE EARTH RESOURCES CORP.

Article II

The principal place of business address:

18 CROWN STEEL DRIVE
MARKHAM, ON. CN L3R9X3

The mailing address of the corporation is:

18 CROWN STEEL DRIVE
MARKHAM, ON. CN L3R9X3

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

1000

Article V

The name and Florida street address of the registered agent is:

NORMAN OLSHANSKY MR
3003-C8 YAMATO ROAD
SUITE 1016
BOCA RATAON, FL. 33434

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: NORMAN OLSHANSKY

Article VI

The name and address of the incorporator is:

NORMAN OLSHANSKY
3003-YAMATO RD
1016
BOCA RATON, FLA 33434

Electronic Signature of Incorporator: NORMAN OLSHANSKY

I am the incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: DIR
NORMAN OLSHANSKY
18 CROWN STEEL DRIVE
MARKHAM,, ON. L3R9X3 CN

Title: DIR
ROGER MCCLAY
18 CROWN STEEL DRIVE
MARKHAM, ON. L3R9X3 CN

Title: DIR
TO HAN LAM
18 CROWN STEEL DRIVE
MARKHAM, ON. L3R9X3 CN

Title: SEC
DAVID PRICE
13520 ORIENTAL ST
ROCKVILLE, MD. 20853 US

Article VIII

The effective date for this corporation shall be:

07/09/2012