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COVER LETTER FOR FILING ARTICLES

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-05/09/97--01044--003
*****70.00 *****70.00

Filing Fee.....\$70

RE: Diversified Resource Strategies, Inc.

Dear Secretary of State:

Enclosed is an original and a copy of the proposed Articles of Incorporation of the above listed corporation(s). Please file the original Articles and fax a copy of the filed articles to (314) 664-2442. You may call me at (314) 664-2777 with any problems or questions.

Please return the copies in the enclosed envelope to:

U.S. CORPORATIONS, INC.
ATTN: KELLY
1380 SOUTH KINGSHIGHWAY
ST. LOUIS, MO 63110

Sincerely,

Steven Chase
Incorporator
U.S. Corporations, Inc.

FILED
97 MAY -9 AM 9:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAY 9 1997

MAY 14 1997

Secretary of State
Corporations Division
State of Florida

ARTICLES OF INCORPORATION
OF

Diversified Resource Strategies, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned natural person(s) of the age of eighteen years or more for the purpose of forming a corporation pursuant to section 607.0202, Florida Statutes, adopt the following Articles of Incorporation:

ARTICLE ONE: The name of the corporation is :

Diversified Resource Strategies, Inc.

ARTICLE TWO: The address of the corporation's initial registered office in this state is:

7512-50 Dr. Phillips Blvd. #127
Orlando, Florida 62819

The initial agent at such address is **Chris Lim**.

ARTICLE THREE: The aggregate number of shares of common capital stock which the corporation has authority to issue is 5,000 having no par value.

No preferences, qualifications, limitations, or restrictions in respect to the shares shall be set.

ARTICLE FOUR: The preemptive right of a shareholder to acquire additional shares shall not be limited or denied.

ARTICLE FIVE: The name and place of residence of the incorporator is as follows:

Steven P. Chase
7536 Forsyth
Suite 178
Clayton, MO 63105

ARTICLE SIX: The number of directors to constitute the board of directors is **one (1)**.

The names and address of the persons who are to serve as members of the initial Board of Directors of the corporation are as follows:

Christina Collier
7512-50 Dr. Phillips Blvd.
Orlando, FL 32819

ARTICLE SEVEN: The duration of the corporation is perpetual.

ARTICLE EIGHT: The general purpose of this corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of the State of Florida, other than the banking business, the trust company business, or the practice of a profession permitted to be incorporated by the State of Florida. The specific purpose of this corporation is to carry on the operation of a consulting firm.

ARTICLE NINE: The address of the business office or headquarters is:

7512-50 Dr. Phillips Blvd. #127
Orlando, Florida 62819

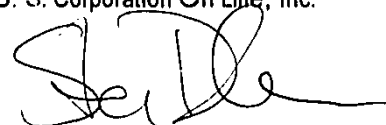
The mailing address is the same as above.

ARTICLE TEN: The corporation will commence business upon the file date assigned by the Secretary of States office.

IN WITNESS WHEREOF, these Articles of Incorporation have been signed this 4/28/97.

Incorporator: Steven P. Chase/Director
U. S. Corporation On Line, Inc.

Signature:

A handwritten signature in black ink, appearing to read 'Steve Chase', written over a horizontal line.

Steven P. Chase-Incorporator

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 RESTORED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: *Diversified Resource Strategies, Inc.*

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

Chris Lim
7512-50 Dr. Phillips Blvd. #127
Orlando, FL 32819

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.

X *Chris Lim* *4/28/97*
Chris Lim Date

DIVISION OF CORPORATIONS, PO BOX 8327, TALLAHASSEE, FL 32314

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