

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-A

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES  
PURSUANT TO SECTION 12(b) OR 12(g) OF THE  
SECURITIES EXCHANGE ACT OF 1934

**NOVASTAR RESOURCES LTD.**

(Exact name of registrant as specified in its charter)

Nevada

(State of incorporation or organization)

91-1975651

(I.R.S. Employer Identification No.)

8300 Greensboro Drive, Suite 800  
McLean, VA

(Address of principal executive offices)

22102

(Zip Code)

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), check the following box.

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d), check the following box.

Securities Act registration statement file number to which this form relates: (if applicable)

Securities to be registered pursuant to Section 12(b) of the Act:

Title of Each Class  
to be so Registered

None

Name of Each Exchange on Which  
Each Class is to be Registered

None

Securities to be registered pursuant to Section 12(g) of the Act:

Common Stock, Par Value \$0.001

(Title of class)

## INFORMATION REQUIRED IN REGISTRATION STATEMENT

### Item 1. Description of Registrant's Securities to be Registered.

#### *General*

Novastar's authorized capital stock consists of 250,000,000 shares of common stock, par value \$0.001 per share, and 50,000,000 shares of preferred stock, par value \$0.001 per share.

#### *COMMON STOCK*

The holders of the common stock are entitled to one vote for each share held of record on all matters submitted to a vote of stockholders. Accordingly, holders of a majority of the shares of common stock entitled to vote in any election of directors may elect all of the directors standing for election. Holders of common stock are entitled to receive ratably such dividends as may be declared by the board of directors out of funds legally available therefor. In the event of Novastar's liquidation, dissolution or winding up, holders of common stock are entitled to share ratably in the assets remaining after payment of liabilities. Holders of common stock have no preemptive, conversion or redemption rights. All of the outstanding shares of common stock are fully-paid and nonassessable.

#### *PREFERRED STOCK*

Novastar's board of directors may, without stockholder approval, establish and issue shares of one or more classes or series of preferred stock having the designations, number of shares, dividend rates, liquidation preferences, redemption provisions, sinking fund provisions, conversion rights, voting rights and other rights, preferences and limitations that Novastar's board of directors may determine. The board of directors may authorize the issuance of preferred stock with voting, conversion and economic rights senior to the common stock so that the issuance of preferred stock could adversely affect the market value of the common stock. The creation of one or more series of preferred stock may adversely affect the voting power or other rights of the holders of common stock. The issuance of preferred stock, while providing flexibility in connection with possible acquisitions and other corporate purposes, could, among other things and under some circumstances, have the effect of delaying, deferring or preventing a change in control without any action by stockholders.



#125

FEB 02 1999

Articles of Incorporation  
of  
Aquistar Ventures (USA) Inc.

No. C2412-99

Dean Heller the undersigned certifies:  
DEAN HELLER, SECRETARY OF STATE

1. **Name of Corporation.** The name of this corporation is Aquistar Ventures (USA) Inc.
2. **Resident Agent.** The resident agent of this corporation in Nevada is Thomas F. Erwin whose address is 1 East Liberty Street, Suite 424, Reno, Washoe County, Nevada.
3. **Purposes; Powers.** The purposes for which the corporation is formed and its powers are:
  - 3.1 To conduct such business as is lawful.
  - 3.2 To purchase, acquire, hold, mortgage, sell, let, lease or otherwise dispose of or deal in real or personal property of every kind, character and description, and to erect, manage, care for, maintain, extend or alter buildings or structures of any kind or character on real property.
  - 3.3 To purchase or otherwise acquire, hold and/or reissue the shares of its capital stock.
  - 3.4 To raise, borrow and secure the payment of money in any lawful manner, including the issue and sale or other disposition of bonds, warrants, debentures, obligations, negotiable and transferable instruments and evidences of indebtedness of all kinds, whether secured by mortgage, pledge, deed of trust, or otherwise, and incur debt in the purchase or acquisition of property, businesses, rights or franchises, or for additional working capital or for any other object connected with its business or affairs, without limit as to amount.
  - 3.5 To enter into, make, perform and carry out contracts of every sort and kind with any person, firm, association, corporation, private, public or municipal or body politic.
  - 3.6 To guarantee any dividends or bonds or contracts or other obligations.
  - 3.7 To have one or more offices or agencies and keep such books of the company outside of Nevada as are not required by law to be kept in Nevada.
4. **Authorized Capital.** The authorized capital of this corporation shall consist of 50,000,000 shares of the par value of \$ .001 per share.
5. **Stock Nonassessable.** The capital stock of this corporation shall not be subject to assessment to pay the debts of the corporation, and in this particular the Articles of Incorporation shall not be subject to amendment.
6. **Board of Directors.** The members of the governing board shall be styled "Directors" and their number shall be not less than one (1) nor more than five (5) The names and addresses of the first Directors are as follows:

<u>Name</u>	<u>Address</u>
Neil Quilter	1007 Pinewood Lane Taylor Lake, Texas 77586
William A.F. Norton	Suite 979 103 - 4338 Main Street Whistler, BC, Canada V0N 1B4
Alfredo De Lucrezia	1050 Burr Street North Vancouver, BC, Canada V7K 1C4

7. **Liability of Directors and Officers.** No director or officer shall have personal liability to the corporation or its shareholders for damages for breach of fiduciary duty as a director or officer, but nothing herein shall eliminate or limit the liability of a director or officer for:
- 7.1 Acts or omissions not in good faith;
  - 7.2 Acts or omissions which involve intentional misconduct, fraud or violation of law;
  - 7.3 Acts or omissions in breach of the director's or officer's duty of loyalty to the corporation or its shareholders;
  - 7.4 Acts or omissions from which the director or officer derived an improper personal benefit; or
  - 7.5 Payment of dividends in violation of law.

8. **Indemnification.** The corporation shall indemnify, to the full extent and in the manner permitted under the laws of Nevada and any other applicable laws, any person made or threatened to be made a party to an action or proceeding, whether criminal, civil, administrative or investigative, by reason of the fact that he is or was a director or officer of this corporation or served any other enterprise as a director or officer at the request of this corporation; such right of indemnification shall also be applicable to the executors, administrators and other similar legal representative of any such director or officer. The provisions of this Section shall be deemed to be a contract between the corporation and each director and officer who serves in such capacity at any time while this Section is in effect, and any repeal or modification of this Section shall not affect any rights or obligations then existing with respect to any state of facts then existing or any action, suit or proceeding brought based in whole or in part upon any such state of facts. The foregoing rights of indemnification shall not be deemed exclusive of any other rights to which any director or officer or his legal representative may be entitled apart from the provisions of this Section.

9. **Perpetual Existence.** This corporation shall have perpetual existence

10. **By-Laws.** The Board of Directors is expressly authorized and empowered to adopt, amend or repeal the By-Laws of this corporation

11. **Incorporator.** The name and post office address of the incorporator signing these Articles of Incorporation is as follows:

Name

Address

Thomas P. Erwin

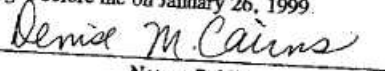
One East Liberty Street  
Suite 424  
Reno, Nevada 89501

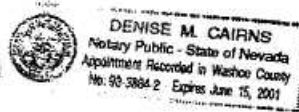
Certified January 26, 1999.

  
Thomas P. Erwin

STATE OF NEVADA,     )  
                                  )ss.  
COUNTY OF WASHOE.    )

These Articles of Incorporation were acknowledged before me on January 26, 1999.

  
Notary Public



Jun 01 01 12:21p

Steve Browning

650-341-7552

P.2

Jun 01 01 10:53a

Care & Company, LLC

7029447100

P.2

P301-79327 (75.00) PE



DEAN HELLER  
Secretary of State  
101 North Carson Street, Suite 3  
Carson City, Nevada 89701-4788  
(775) 684 5708

**Certificate of  
Amendment**  
(PURSUANT TO NRS 78.385 and  
78.390)

FILED # C2412-99

JUN 04 2001

IN THE OFFICE OF  
DEAN HELLER SECRETARY OF STATE

Important: Read attached instructions before completing

**Certificate of Amendment to Articles of Incorporation**  
**For Nevada Profit Corporations**  
(Pursuant to NRS 78.385 and 78.390 - After Issuance of Stock)  
- Remit in Duplicate -

1. Name of corporation: AQUISTAR VENTURES (USA) INC.

2. The articles have been amended as follows (provide article numbers, if available):

PARAGRAPH 1. OF THE ARTICLES OF INCORPORATION IS AMENDED TO READ IN ITS ENTIRETY AS  
FOLLOWS:

1. NAME OF CORPORATION. THE NAME OF THIS CORPORATION IS CUSTOM BRANDED NETWORKS, INC.

3. The vote by which the stockholders holding shares in the corporation entitling them to exercise at least a majority of the voting power, or such greater proportion of the voting power as may be required in the case of a vote by classes or series, or as may be required by the provisions of the articles of incorporation have voted in favor of the amendment is: 52%

4. Signatures (Required):

*Steve Browning* President or Vice President and *Steve Browning* Secretary or Asst. Secretary

\* If any proposed amendment would alter or change any preference or any relative or other right given to any class or series of outstanding shares, then the amendment must be approved by the vote, in addition to the affirmative vote otherwise required, of the holders of shares representing a majority of the voting power of each class or series affected by the amendment regardless of limitations or restrictions on the voting power thereof.

IMPORTANT: Failure to include any of the above information and remit the proper fees may cause this filing to be rejected.



DEAN HELLER  
Secretary of State  
204 North Carson Street, Suite 1  
Carson City, Nevada 89701-4289  
(775) 684 5708  
Website: secretaryofstate.biz

Entity #  
C2412-1999  
Document Number:  
20050045592-12

Date Filed:  
3/3/2005 3:45:15 PM  
In the office of

*Dean Heller*

Dean Heller  
Secretary of State

**Certificate of Amendment**  
(PURSUANT TO NRS 78.385 and 78.390)

Important: Read attached instructions before completing form.

ABOVE SPACE IS FOR USE BY THE USER.

**Certificate of Amendment to Articles of Incorporation**  
**For Nevada Profit Corporations**

(Pursuant to NRS 78.385 and 78.390 - After Issuance of Stock)

1. Name of corporation:

CUSTOM BRANDED NETWORKS, INC.

2. The articles have been amended as follows (provide article numbers, if available):

SECTION 4. IS AMENDED TO READ IN ITS ENTIRETY AS FOLLOWS:

4. AUTHORIZED CAPITAL. THE AGGREGATE NUMBER OF SHARES THAT THE CORPORATION WILL HAVE AUTHORITY TO ISSUE IS THREE HUNDRED MILLION (300,000,000), OF WHICH TWO HUNDRED FIFTY MILLION (250,000,000) SHARES WILL BE COMMON STOCK, WITH A PAR VALUE OF \$0.001 PER SHARE, AND FIFTY MILLION (50,000,000) SHARES WILL BE PREFERRED STOCK, WITH A PAR VALUE OF \$0.001 PER SHARE. THE PREFERRED STOCK MAY BE DIVIDED INTO AND ISSUED IN SERIES. THE BOARD OF DIRECTORS OF THE CORPORATION IS AUTHORIZED TO DIVIDE THE AUTHORIZED SHARES OF PREFERRED STOCK INTO ONE OR MORE SERIES, EACH OF WHICH SHALL BE SO DESIGNATED AS TO DISTINGUISH THE SHARES THEREOF FROM THE SHARES OF ALL OTHER SERIES AND CLASSES. THE BOARD OF DIRECTORS OF THE CORPORATION IS AUTHORIZED, WITHIN ANY LIMITATIONS PRESCRIBED BY LAW, TO FIX AND DETERMINE THE DESIGNATIONS, RIGHTS, QUALIFICATIONS, PREFERENCES, LIMITATIONS AND TERMS OF THE SHARES OF ANY SERIES OF PREFERRED STOCK.

3. The vote by which the stockholders holding shares in the corporation entitling them to exercise at least a majority of the voting power, or such greater proportion of the voting power as may be required in the case of a vote by classes or series, or as may be required by the provisions of the articles of incorporation have voted in favor of the amendment is: 57%

4. Effective date of filing (optional):

(must not be later than 90 days after the certificate is filed)

5. Officer Signature (required):

*Paul [Signature]*

\*If any proposed amendment would alter or change any preference or any relative or other right given to any class or series of outstanding shares, then the amendment must be approved by the vote, in addition to the affirmative vote otherwise required, of the holders of shares representing a majority of the voting power of each class or series affected by the amendment regardless of limitations or restrictions on the voting power thereof.

**IMPORTANT:** Failure to include any of the above information and submit the proper fees may cause this filing to be rejected.





DEAN HELLER  
Secretary of State  
204 North Carson Street, Suite 1  
Carson City, Nevada 89701-4299  
(775) 884 6708  
Website: secretaryofstate.nv.gov

Entity #  
C2412-1999  
Document Number:  
20050121307-81

Date Filed:  
4/13/2005 11:15:16 AM  
In the office of

*Dean Heller*

**Certificate of Amendment**  
(PURSUANT TO NRS 78.385 and 78.390)

ABOVE SIGNER Dean Heller  
Secretary of State

**Certificate of Amendment to Articles of Incorporation  
For Nevada Profit Corporations**

(Pursuant to NRS 78.385 and 78.390 - After Issuance of Stock)

1. Name of corporation:  
CUSTOM BRANDED NETWORKS, INC.
2. The articles have been amended as follows (provide article numbers, if available):  
SECTION 1 HAS BEEN AMENDED TO READ IN ITS ENTIRETY AS FOLLOWS:  
1. NAME OF CORPORATION. THE NAME OF THE CORPORATION IS: NOVASTAR RESOURCES LTD.

3. The vote by which the stockholders holding shares in the corporation entitling them to exercise at least a majority of the voting power, or such greater proportion of the voting power as may be required in the case of a vote by classes or series, or as may be required by the provisions of the articles of incorporation have voted in favor of the amendment is: 58%

4. Effective date of filing (optional):

5. Officer Signature (required):

*[Handwritten Signature]*  
(must not be later than 90 days after the certificate is filed)

\*If any proposed amendment would alter or change any preference or any relative or other right given to any class or series of outstanding shares, then the amendment must be approved by the vote, in addition to the affirmative vote otherwise required, of the holders of shares representing a majority of the voting power of each class or series affected by the amendment regardless of limitations or restrictions on the voting power thereof.

**IMPORTANT:** Failure to include any of the above information and submit the proper fees may cause this filing to be rejected.