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KENNETH H. TRIBUCH

OF COUNSEL
ALAN S. FISHMAN
ANTHONY M. GALLONE, JR.
ALSO ADMITTED IN RHODE ISLAND

PLEASE REPLY TO: MIAMI

BROWARD OFFICE
2301 WEST SAMPLE ROAD
POMPANO BEACH, FLORIDA 33073

www.tribuchlaw.com

November 13, 2001

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Foreign Registration
E.S.C.A.P.E., Inc.

000004683460--2
-11/15/01--01036--019
*****78.75 *****78.75

W01-26417

Dear Sir/Madam:

Enclosed please find a completed original Application for Authorization for Foreign Corporation to Transact Business in the State of Florida filed by E.S.C.A.P.E., Inc. a Nevada Corporation, along with a copy of the application, an original Certificate of Good Standing issued by the State of Nevada, and a check payable to your order in the amount of \$78.75 representing the filing fee and certified copy fee.

Please return all correspondence regarding this matter to the undersigned at the address on this letterhead. If you have any questions or comments, or need any further information, do not hesitate to call.

Respectfully,



Kenneth H. Tribuch, Esq.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

November 19, 2001

KENNETH H. TRIBUCH, P.A.
STE 403
2100 CORAL WAY
MIAMI, FL 33145

SUBJECT: E.S.C.A.P.E, INC.
Ref. Number: W01000026417

We have received your document for E.S.C.A.P.E, INC. and your check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of DOCUMENT SPECIALIST indicated.

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

If you have any questions concerning the filing of your document, please call (850) 245-6097.

Michael Mays
Document Specialist

Letter Number: 201A00061937

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned Mark Gonzalez, do hereby certify
(Name)

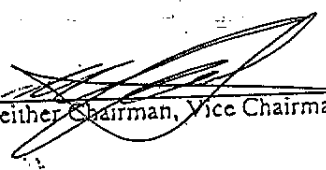
that this Resolution of the Board of Directors of E.S.C.A.P.E., Inc.
(Corporate Name)

a corporation duly organized and existing under the laws of the State of Nevada,
was duly adopted on Nov. 27, 2001.

Be it resolved, that E.S.C.A.P.E., Inc.
(Corporate Name)

organized and existing in the State of Nevada, hereby adopts the name
E.S.C.A.P.E. Rentals, Inc. for use in Florida.

Dated: 11/27/01


Signature of either Chairman, Vice Chairman or any officer

MARK GONZALEZ
Type or print name

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Make checks payable to Florida Department of State and mail to:
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

E.S.C.A.P.E. Rentals, Inc.

**APPLICATION OF E.S.C.A.P.E., INC., A FOREIGN CORPORATION
FOR AUTHORIZATION TO TRANSACT BUSINESS
IN THE STATE OF FLORIDA**

(F.S. 607.1503)

1. The name of the Corporation filing this application is:

E.S.C.A.P.E., INC.

2. This Corporation is organized under the laws of the State of Nevada.

3. The tax identification number of this Corporation is: 88-0494156

4. This Corporation was incorporated on March 30, 2001.

5. The existence of this Corporation is perpetual.

6. This Corporation first transacted business in the State of Florida on:

This Corporation has not transacted business in the State of Florida but will do so upon qualification.

7. The principal office address of the Corporation is as follows:

1155 W. Fourth Street, Suite 214
Reno, Nevada 89503

8. The current mailing address of the Corporation is as follows:

1228 West Avenue, #811
Miami Beach, Florida 33139

9. The name and street address of the designated Florida Registered Agent is as follows:

Kenneth H. Tribuch, Esq.
2100 Coral Way, Suite 403
Miami, Florida 33145

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10. The certificate of existence duly authenticated, not more than 90 days prior to the delivery of this application to the Florida Department of State, Division of Corporations, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which this Corporation is incorporated is attached hereto.

11. The names and addresses of the Directors of this Corporation are as follows:

Frederic Vaughan Plummer II
3315 West 180th Street
Torrance, CA 90504

Mark Gonzalez
1228 West Avenue, #811
Miami Beach, Florida 33139

12. The names and addresses of the officers of this Corporation are as follows:

Frederic Vaughan Plummer II President & Treasurer
3315 West 180th Street
Torrance, CA 90504

Mark Gonzalez Vice President & Secretary
1228 West Avenue, #811
Miami Beach, Florida 33139

Respectfully Submitted this 13 day of November, 2001.

E.S.C.A.P.E., INC.

By: 
Mark Gonzalez, Director

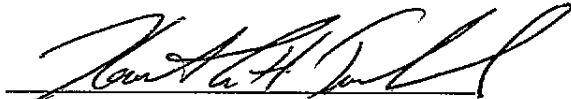
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ACCEPTANCE AND ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at place designated in this Application, I hereby accept said appointment and agree to act in this capacity, and I agree to comply with the provisions of said Act relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Kenneth H. Tribuch, Esq.
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECRETARY OF STATE



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **E.S.C.A.P.E., INC.**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since March 30, 2001, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand
and affixed the Great Seal of State, at my office,
Carson City, Nevada, on November 1, 2001

Dean Heller

Secretary of State

By

Chloe

Certification Clerk



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA