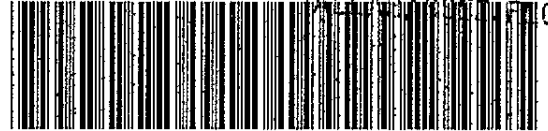


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TALLAHASSEE, FLORIDA



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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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August 20, 2004

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

Re: Our File No. 04-20740

Dear Sir/Madam:

Enclosed for filing is an Application by Foreign Corporation for Authorization to Transact Business in Florida, together with a good standing certificate from the State of Nevada and the filing fee in the amount of \$70.

Please return a file-stamped copy to me by regular mail.

Very truly yours,



Jonathan L. Shepard

JLS/bjp  
Enclosures

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT  
BUSINESS IN FLORIDA

FILED

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO  
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA

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1. ESPRE SOLUTIONS, INC.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"  
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. NEVADA

(State or country under the law of which it is incorporated)

3. Applied For.

(FEI number, if applicable)

4. 07/26/04

(Date of incorporation)

5. PERPETUAL

(Duration: Year corp. will cease to exist or "perpetual")

6. UPON FILING OF AUTHORIZATION.

(Date first transacted business in Florida, if prior to registration)  
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 1000 E. ATLANTIC BLVD., SUITE 201-D, POMPANO BEACH, FL 33060

(Principal office address)

1000 E. ATLANTIC BLVD., SUITE 201-D, POMPANO BEACH, FL 33060

(Current mailing address)

8. Video Applications

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: MICHAEL BOKZAM

Office Address: 1000 E. ATLANTIC BLVD., SUITE 201-D

POMPANO BEACH

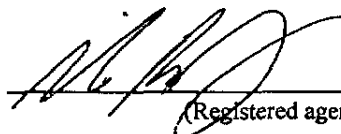
(City)

, Florida 33060

(Zip code)

10. Registered agent's acceptance:

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 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.*



(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

**A. DIRECTORS**

Chairman: PETER IANACE

Address: 5609 WAYFARER DRIVE

PLANO, TEXAS 75093

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: MICHAEL BOKZAM

Address: 1000 E. ATLANTIC BLVD., SUITE 201-D

POMPANO BEACH, FL 33060

Director: KYLE A. NELSON

Address: 5609 WAYFARER DRIVE

PLANO, TEXAS 75093

PATRICK CASTAGNA

1000 E. ATLANTIC BLVD., SUITE 201-D

POMPANO BEACH, FL 33060

ROBERT LOGAN

5609 WAYFARER DRIVE

PLANO, TEXAS 75093

**B. OFFICERS**

President: PETER IANACE

Address: 5609 WAYFARER DRIVE

PLANO, TEXAS 75093

Vice President: MICHAEL BOKZAM

Address: 1000 E. ATLANTIC BLVD., SUITE 201-D, POMPANO BEACH, FL 33060

Secretary: PATRICK CASTAGNA

Address: 1000 E. ATLANTIC BLVD., SUITE 201-D, POMPANO BEACH, FL 33060

Treasurer: MICHAEL BOKZAM

Address: 1000 E. ATLANTIC BLVD., SUITE 201-D, POMPANO BEACH, FL 33060

**NOTE:** If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. \_\_\_\_\_

(Signature of Director or Officer listed in number 12 of the application)

14. MICHAEL BOKZAM, VICE PRESIDENT

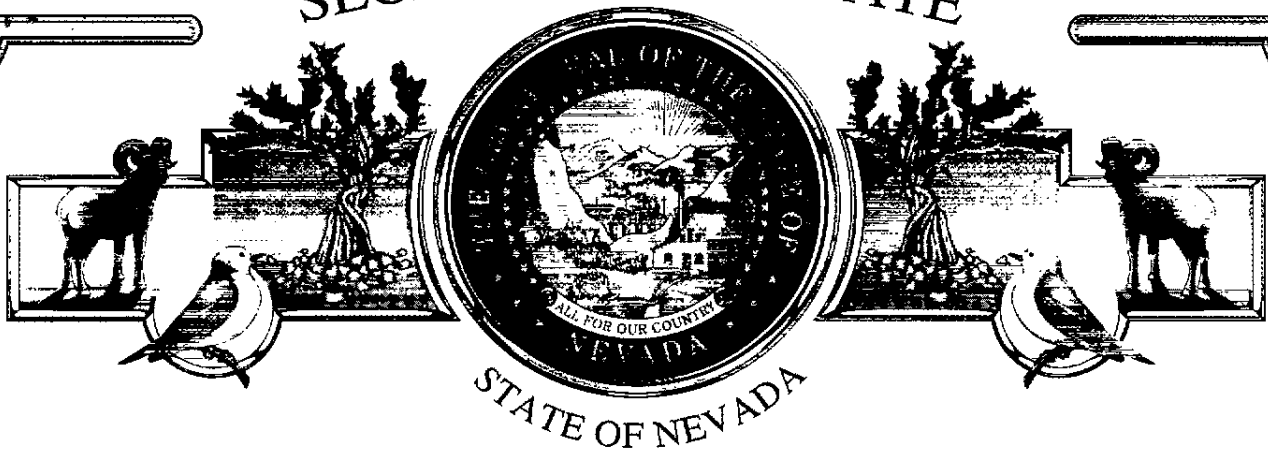
(Typed or printed name and capacity of person signing application)

**FILED**

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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, **ESPRE SOLUTIONS, 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 July 26, 2004, 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, in Carson City, Nevada, on August 13, 2004.



*Dean Heller*

DEAN HELLER  
Secretary of State

By

*[Signature]*  
Certification Clerk