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Law Offices of

LINDA M. GRANATA, P.A.

VIA AIRBOURNE AIRBILL 6524647474

September 19, 1996

Qualifications/Tax Lien Sec.
Division of Corporations
409 E Gains Street
Tallahassee, FL 32399

901001952809
-09/20/96--01053--016
***131.25 ***131.25

RE: ESPRESSO EXPRESS INC.

Dear Clerk:

On behalf of my client, enclosed find Application by Foreign Corporation for Authorization to Transact Business in Florida, Certificate of Existence, and client check # 2346. These are submitted to register the above reference foreign corporation to transact business in Florida.

Very truly yours,


Linda M. Granata

LivG: as

Encl as stated

cc: Client

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Hk 9/20

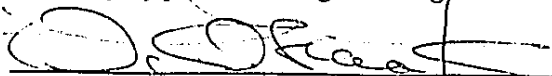
APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TO TRANSACT BUSINESS IN FLORIDA

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:

1. ESPRESSO EXPRESS INC.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. NEVADA
(State or country under the law of which it is incorporated)
3. 88-0331807
(FBI number, if applicable)
4. 1/17/95
(Date of incorporation)
5. PERPETUAL
(Duration; Year corp. will cease to exist or "perpetual")
6. 9/1/96
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.135, F.S.))
7. 1968 LAKE WORTH ROAD, Suite 302
LAKE WORTH, FL 33461
(Current mailing address)
8. SALES AND MARKETING Office
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)
Name: LINDA M. GRANATA, ESQ
Office Address: 12700 BISCAYNE BLVD, Suite 401
NORTH MIAMI, Florida, 33181
(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.

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12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: SHADD VICKERY

Address: 1968 LAKE WORTH ROAD Suite 202
LAKE WORTH FL 33461

Director: PATRICK ALBRIGHT

Address: 1968 LAKE WORTH ROAD, Suite 202
LAKE WORTH, FL 33461

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: SHADD VICKERY

Address: 1968 LAKE WORTH ROAD, Suite 202
LAKE WORTH, FL 33461

Vice President: PATRICK ALBRIGHT

Address: 1968 LAKE WORTH ROAD, Suite 202
LAKE WORTH, FL 33461

Secretary: SHADD VICKERY

Address: SAME AS ABOVE

Treasurer: PATRICK ALBRIGHT

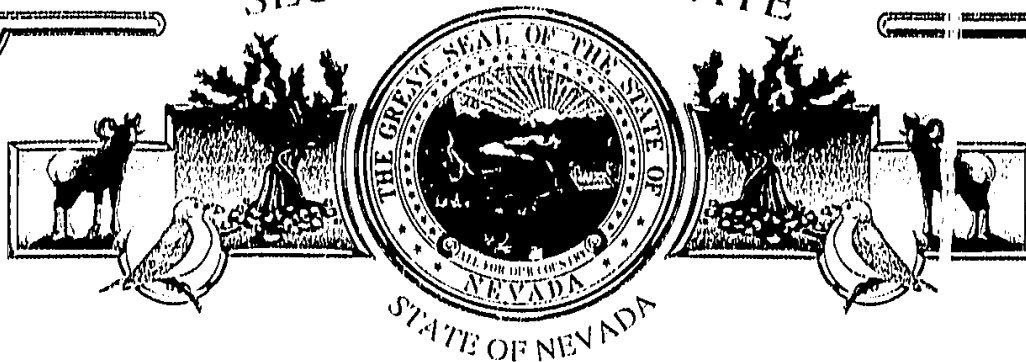
Address: SAME AS ABOVE

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

13. Shadd Vickery, President
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. SHADD VICKERY President / Director
(Typed or printed name and capacity of person signing application)

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 partnership, and limited liability partnerships pursuant to Title 7 of the Nevada Revised Statutes; 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, **ESPRESSO EXPRESS 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 January 17, 1995, 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 June 27, 1996.

Dean Heller

Secretary of State

By

J. Huemker

Certification Clerk

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