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eSalesCrew, Inc.

9754 Ridge Road
Seminole, FL 33772

Telephone: 813-334-1911

October 10, 2000

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*****87.50 *****87.50

Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Department of State
Divisions of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: e SalesCrew, Inc.

Dear Sirs:

Enclosed please find an original and one (1) copy of the Articles of Incorporation for e SalesCrew, Inc. Also enclosed is a check in the amount of \$87.50 for filing fees.

Please process the enclosed and return a certified copy of the Articles of Incorporation of eSalesCrew, Inc. together with a Certificate of Status to the undersigned.

Thank you for your assistance.

Sincerely yours,

Deborah Brock Hilleary

Deborah Brock Hilleary
President

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 OCT 16 PM 1:52

/kwr

Enclosures

eg 10/17/00

Articles of Incorporation

of

eSalesCrew, Inc.

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DIVISION OF CORPORATIONS
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The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, does hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I

Name

The name of this corporation is **eSalesCrew, Inc.**

ARTICLE II

Principal Place of Business

The street address of the principal office/mailing address of the corporation is 9754 Ridge Road, Seminole, Florida 33772.

ARTICLE III

Commencement of Corporate Existence

The Corporation's existence shall commence on the date of execution and acknowledgment of these Articles of Incorporation.

ARTICLE IV

Business and Powers

A. The general nature of the business or businesses to be transacted by the Corporation is sales outsourcing; and to provide educational business seminars training, materials, and videos to cover needs; and to engage in any activity or business permitted under the laws of the United States and the State of Florida.

B. The Corporation shall have the power to do everything necessary, proper, advisable or convenient for the accomplishment of the purposes hereinbefore set forth, and to do all other things incidental thereto or connected therewith, which are not prohibited by statute or by these Articles of Incorporation.

ARTICLE V

Authorized Shares

The maximum number of shares of stock authorized to be issued by the corporation is 1,000 shares of capital stock, all of which shares shall be common shares of the par value of \$1.00 per share and each of which shall have the same rights and privileges.

Each of the common shares shall entitle the holder thereof to one vote at any shareholders' meeting and otherwise to participate in all such meetings and in the assets of the corporation. They shall be issued for such consideration as may be determined from time to time by the Board of Directors, provided that such consideration shall have a value at least equal to the full par value of such shares. The shares may be paid for in lawful money of the United States of America, or in property, labor or service.

ARTICLE VI Initial Registered Office

The street address of the initial registered office of the corporation is 9754 Ridge Road, Seminole, Florida 33772, and the name of the initial registered agent at that address is Deborah Brock Hilleary.

ARTICLE VII Board of Directors

- A. Initial Board of Directors. The names and addresses of the initial directors of the corporation are:

Deborah Brock Hilleary
9754 Ridge Road
Seminole, FL 33772

Moon Choi Mills
345 Bayshore Blvd., Apt. 810
Tampa, FL 33606

Lori Palmer
8718 Osage Drive
Tampa, FL 33634

- B. Number and Term. The Board of Directors shall be composed of no fewer than one (1) member who shall be elected at the annual meeting of shareholders to be held at the time and place prescribed in the Bylaws. The exact number of directors may be fixed by the Bylaws or by the shareholders. Directors need not be shareholders of the Corporation. They shall hold office after their election for a period of one year or until their successors are duly elected and qualified, subject to their resignation or their removal by the shareholders at any time with or without cause. The initial members of the Board of Directors, as named in this Article, shall hold office for the first year of existence of the Corporation or until their respective successors are duly elected and qualified.

C. Powers and Duties. Included among the powers and duties of the Board of Directors are the following:

1. electing the officers of the corporation;
2. exercising complete charge of the business of the corporation, including electing committees of the Board and delegating to them, as well as to the officers of the corporation, such powers in the conduct of the corporation's business as may be deemed advisable;
3. determining the compensation of the officers, including those who may also be directors; and
4. specifying the conditions upon which certificates representing shares of the corporation shall be issued, and replacing lost or destroyed certificates by a new issue.

The foregoing notwithstanding, the powers and duties of the Board of Directors shall be limited as may be provided in the Bylaws or resolutions of the shareholders.

Except as otherwise required by the laws of the State of Florida, the powers and duties of the Board of Directors may be delegated to an Executive Committee.

ARTICLE VIII

Officers

- A. Officers of the Corporation shall consist of a President, two (2) Vice Presidents, a Secretary and Treasurer, as well as such other officers as the Board of Directors may deem advisable.
- B. Officers need not be shareholders of the Corporation.
- C. All officers shall have rank, tenure of office, powers and duties as may be prescribed in the Bylaws or the Directors by appropriate resolution.
- D. The names and office of each of the first officers, each of whom shall hold office for the first year of the Corporation's existence or until their respective successors are duly elected and qualified, are:

Deborah Brock Hilleary, President
Moon Choi Mills, Vice President, Secretary
Lori Palmer, Vice President, Treasurer

ARTICLE IX
Incorporator

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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The name and street address of the person signing these Articles is:

Deborah Brock Hilleary
9754 Ridge Road
Seminole, FL 33772

ARTICLE X
Miscellaneous

- A. Other offices, agencies and branches. The corporation may have other offices, agencies, and branches at such places either within or outside the State of Florida as may be determined by the Board of Directors.
- B. Location of Shareholders and Directors Meetings. Meetings of the shareholders and directors of the corporation may be held at places within or outside the State of Florida, and the place or places of the holding of such meetings may be specific in the Bylaws or by the Board of Directors.

IN WITNESS WHEREOF, I have set my hand and seal this 16th day of
October 2000.


Deborah Brock Hilleary, Incorporator

I am familiar with and accept the appointment as registered agent and agree to act
in this capacity.


Deborah Brock Hilleary, Registered Agent