

**CORPORATE  
ACCESS,  
INC.**

236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

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Articles

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11-07-00

1.) Essere Corporation  
(CORPORATE NAME & DOCUMENT #)

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-11/14/00--01023--006  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

2.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

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-11/14/00--01023--006  
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3.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

4.) \_\_\_\_\_  
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(CORPORATE NAME & DOCUMENT #)

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11-14

**ARTICLES OF INCORPORATION  
OF  
ESSERE CORPORATION**

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TALLAHASSEE, FLORIDA

**Article I - NAME**

The name of the Corporation is Essere Corporation.

**EXPIRATION DATE**

11-07-00

**Article II - DURATION**

The Corporation shall have perpetual existence commencing on November 7, 2000.

**Article III - PURPOSE**

The Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

**Article IV - CAPITAL STOCK**

The Corporation is authorized to issue 7,500 shares of one penny (\$0.01) per value common stock, which shall be designated as "Common Shares".

**Article V - INITIAL REGISTERED OFFICE AND AGENT**

The name and street address of the initial registered agent of the Corporation is:

Terry Yimin  
185 S.E. 14 Terrace  
Miami, Florida 33131

#### **Article VI - CORPORATE ADDRESS**

The street address of the Corporation is:

185 S.E. 14 Terrace  
Miami, Florida 33131

#### **Article VII - INITIAL BOARD OF DIRECTORS**

The Directors are elected/appointed as set forth in Section 7, Article II of the Corporate By-Laws. The Corporation shall have one (1) Director initially. The number of Directors may be increased or diminished from time to time by the By-Laws but shall never be less than one (1).

The name and address of the initial Director of the Corporation is:

<u>NAME</u>	<u>ADDRESS</u>
Terry A. Yimin	185 S.E. 14 Terrace Miami, Florida 33131

#### **Article VIII - BYLAWS**

The By-Laws of the Corporation may be adopted, altered, amended or repealed by either the Stockholders or Directors.

#### **Article IX - INDEMNIFICATION**

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

#### **Article X - PREEMPTIVE RIGHTS**

Every stockholder, upon the sale for cash of any new stock of the Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is

offered for sale.

**Article XI - INCORPORATION**

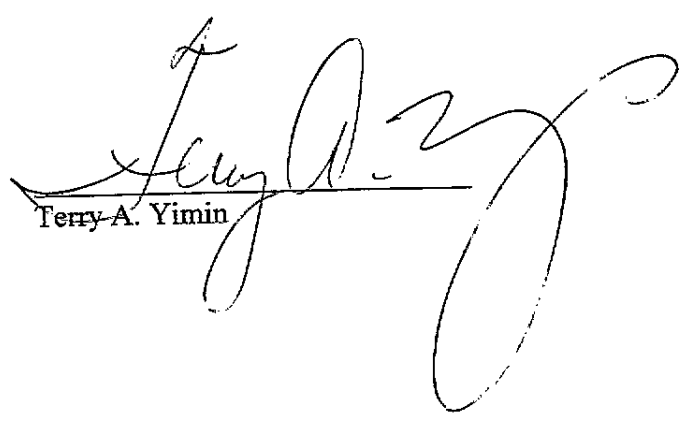
The name and address of the person signing these Articles is:

Terry Yimin  
185 S.E. 14 Terrace  
Miami, Florida 33131

**Article XII - AMENDMENT**

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation in accordance with the provisions of the Florida General Corporation Act.

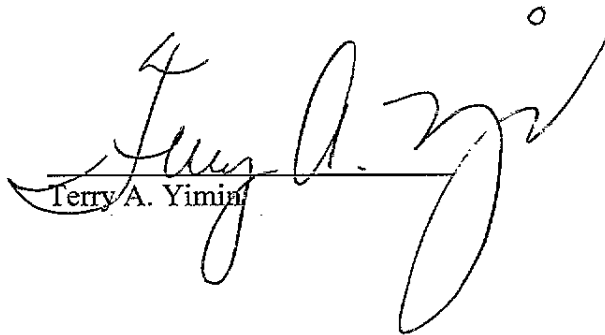
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 9<sup>TH</sup> day of November, 2000.

  
Terry A. Yimin

**ACCEPTANCE BY REGISTERED AGENT**

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE  
STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE  
ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN  
HIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF  
ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF HIS  
DUTIES.

Dated this 9<sup>TH</sup> day of November, 2000.

  
Terry A. Yimin

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