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Florida Department of State
Division of Corporations
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Katherine Harris, Secretary of State

EFFECTIVE DATE
06-05-01

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To:
Division of Corporations
Fax Number : (850)205-0381

From:
Account Name : TED GREER JR, & ASSOCIATES
Account Number : I20010000133
Phone : (305)234-0138
Fax Number : (305)969-7717

FLORIDA PROFIT CORPORATION OR P.A.

E-SQUARED ENTERTAINMENT, INC.

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$70.00

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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B. McKnight JUN 05 2001

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ARTICLES OF INCORPORATION
OF
E-SQUARED ENTERTAINMENT, INC.

EFFECTIVE DATE

06-05-01

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation is E-SQUARED ENTERTAINMENT, INC.

ARTICLE II
NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida, including dinner, party, banquet, and wedding coordination.

ARTICLE III
CAPITAL STOCK

The corporation is authorized to have outstanding one class of stock designated as voting common stock. The maximum number of shares of common stock, which the corporation is authorized to have outstanding is 500 shares of a par value of \$1.00 per share. Holders of common stock are entitled to one vote per share and there shall be no cumulative voting. Holders of all common stock classes, shall not have preemptive rights to subscribe to the corporation's securities.

ARTICLE IV
INITIAL CAPITAL

The amount of capital with which the corporation shall begin business shall not be less than \$500.00.

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ARTICLE V
BEGINNING OF CORPORATE EXISTENCE

The date when the corporate existence of this corporation commences shall be June 5, 2001 time of subscription and acknowledgement of these Articles of Incorporation.

ARTICLE VI
TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII
ADDRESS

The initial street address of the principal office of this corporation is 10711 S.W. 216th Street, Suite A-100 Miami, Florida 33170.

ARTICLE VIII
DIRECTORS

The corporation shall have two directors initially. The number of directors may be increased or diminished from time to time by the By-Laws adopted by the stockholders.

ARTICLE IX
INITIAL DIRECTORS

The name and address of the initial directors of the corporation are:

Esther Andrew, President, 12030 S.W. 177 Terrace Miami, Florida 33177

Esther Washington, Vice President, 12030 S.W. 177th Terrace Miami, Florida 33177

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ARTICLE X
THE NAME AND ADDRESS OF THE SUBSCRIBER
TO THESE ARTICLES OF INCORPORATION

Esther Andrew, President, 12030 S.W. 177th Terrace Miami, Florida 33177.

ARTICLE XI
AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a shareholders' meeting by the majority of the stock entitled to vote thereon, unless all of the directors and all of the stockholders sign a written agreement manifesting their intention that a certain amendment of these Articles of Incorporation be made.



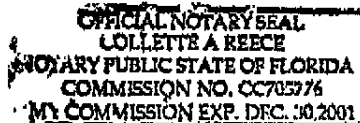
STATE OF FLORIDA)
COUNTY OF MIAMI-DADE)

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in the State and County above named to take acknowledgements, personally appeared Esther Andrew to me known to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my official seal in the County and State aforesaid, this 4 day of

June, 2001


Notary Public State of Florida at Large
Seal



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**CERTIFICATE OF REGISTERED AGENT
OF
E-SQUARED ENTERTAINMENT, INC.**

Pursuant to Chapter 48.091 of the Florida Statutes, the following is submitted in compliance with said Act.

That E-Squared Entertainment, Inc., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, designates Esther Andrew, whose address is 12030 S.W. 177th Terrace Miami, Florida 33177, as its registered agent to accept service of process within this State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above-stated corporation at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.


Esther Andrew, Registered Agent

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