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LAW OFFICES OF
WILLIAM R. HEITZ, P.A.

WILLIAM R. HEITZ, Esq.

ADMITTED IN
DISTRICT OF COLUMBIA
FLORIDA
NEW YORK
UNITED STATES SUPREME COURT

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December 11, 2001

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

TRANSMITTAL LETTER

SUBJECT: ESS Wireless Communications, Inc.

000004720460--7
-12/12/01--01043--001
****131.25 *****87.50

Sir or Madam:

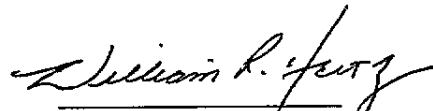
Please find enclosed herein two original Articles of Incorporation, Designation and Acceptance of Registered Agent and a check in the amount of \$131.25 payable to the Florida Department of State.

A check in the amount of \$131.25 is enclosed for the Filing Fee, Designation of Registered Agent, Certified Copy, and Certificate.

Please forward all correspondence regarding this filing to:

William R. Heitz, P.A.
1801 South Federal Highway
Suite 237
Delray Beach, Florida 33483
(561) 274-7000 Phone
(561) 274-7099 Fax

Very truly yours,


William R. Heitz, Esq.

FILED
01 DEC 12 PM 12:39
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF

ESS Wireless Communications, Inc.

FILED
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is ESS Wireless Communications, Inc.

ARTICLE II

The existence of the corporation shall begin on December 11, 2001.

ARTICLE III

The street address of the principal office of the Corporation is 300 West Pratt Street, Suite 425, Baltimore, Maryland 21201.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is One Million (1,000,000), all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is 1801 South Federal Highway, Suite 237, Delray Beach, Florida 33483. The initial registered agent for the Corporation at that address is William R. Heitz, P.A.

ARTICLE VI

The initial board of directors shall consist of one member. The names and address of the person who will serve on the initial board of directors is:

<u>Name</u>	<u>Address</u>
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Douglas C. Brough	300 West Pratt Street, Suite 425, Baltimore, Maryland 21201
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ARTICLE VII

The names and street addresses of the person signing these articles of incorporation is:

<u>Name</u>	<u>Address</u>
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William R. Heitz, Esq.	1801 South Federal Highway, Suite 237 Delray Beach, Florida 33483
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ARTICLE VIII

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

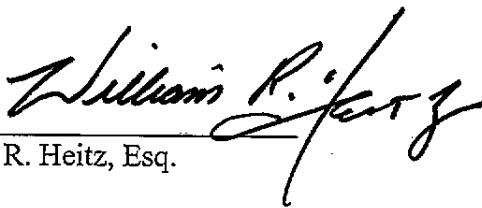
IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this December 11, 2001.

Name: _____

William R. Heitz, Esq.

For:

William R. Heitz, P.A.



ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for ESS Wireless Communications, Inc. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

Name: 

William R. Heitz, Esq.

For:

William R. Heitz, P.A.

1801 South Federal Highway, Suite 237

Delray Beach, Florida 33483

Date: December 11, 2001

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