

**Electronic Articles of Incorporation
For**

P03000003499
FILED
January 09, 2003
Sec. Of State

E-SPIRE SOLUTIONS INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

E-SPIRE SOLUTIONS INC.

Article II

The principal place of business address:

800 WEST AVE.
#832
MIAMI BEACH, FL. US 33139

The mailing address of the corporation is:

800 WEST AVE.
#832
MIAMI BEACH, FL. US 33139

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

2000

Article V

The name and Florida street address of the registered agent is:

JASON STEVENS
800 WEST AVE.
#832
MIAMI BEACH, FL. 33139

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: JASON STEVENS

Article VI

The name and address of the incorporator is:

BOLD NEW ENTERPRISE, INC.
556 S. FAIR OAKS AVE.
SUITE #347
PASADENA, CA 91105

Incorporator Signature: MATTHEW KNEE, VICE-PRESIDENT