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DAVID S. GAMSEY

1778 Cassat Avenue
Jacksonville, Florida 32210

Attorney at Law
Transmittal Letter

(904) 387-1100
FAX (904) 388-3213

January 30, 1995

Department of State
Division of Corporations

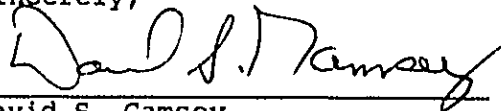
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***+122.00 ***+122.00

Dear Sir:

Enclosed please find Articles of Incorporation and the Designation and Acceptance of Registered Agent for filing, together with our check in the amount of \$ 122.00 to cover the filing fee, certified copy charge, designation of registered agent, and charter tax.

Please return documents to my office at 1778 Cassat Avenue, Jacksonville, Florida 32210

Sincerely,



David S. Gamsey

DSG/kah

Encl: Articles of Incorporation

As per phone call, Principal address same as RA address.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
ENTERPRISING SOLUTIONS, INC

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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, does hereby certify:

ARTICLE I

NAME

The name of the corporation shall be ENTERPRISING SOLUTIONS, INC.

ARTICLE II

NATURE OF BUSINESS

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United State and the State of Florida.

ARTICLE III

TERMS OF EXISTENCE

This Corporation is to exist perpetually,

ARTICLE IV

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is ten thousand (10,000) all of which shall be common stock.

ARTICLE V

INITIAL CAPITAL

The amount of capital with which this corporation will begin is not less than \$1,000.00. The Corporation may purchase from time

or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

This corporation shall have a minimum of one director. The initial Board of Directors shall consist of:

NAME	RESIDENCE AND POST OFFICE ADDRESS	OFFICE
Jose A. Crespo	727 Camelia Trail St. Augustine, Florida 32086	President, Treasurer, & Director
Mary E. Crespo	727 Camelia Trail St. Augustine, Florida 32086	Vice President, Secretary, & Director

ARTICLE IX

SUBSCRIBER

The name and address of the subscriber to these Articles of Incorporation is Jose A. Crespo,
St. Augustine, Florida 32086.


ARTICLE X

AMENDMENT

The Articles of Incorporation may be amended in the manner provided by law. Every Amendment shall be approved by the shareholders, at a stockholders meeting, by a majority of the stock entitled to vote thereon.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 30 day of January, 1995.

Incorporator:


JOSE A. CRESPO

to time, and to the extent permitted by the laws of the State of Florida, shares of any class of stock issued by it. Such purchases may be made either in the open market or at private or public sale, and in such manner and amount, from such holder or holders of outstanding shares of the corporation and at such prices as the Board of Directors of the Corporation shall from time to time determine, and the Board of Directors is hereby empowered to authorize such purchases from time to time without any vote of the holders of any class of shares now or hereafter authorized and outstanding at the time of any such purchase.

ARTICLE V

ADDRESS

The street address of the initial registered office of the corporation shall be 1778-B Cassat Avenue, Jacksonville, Florida 32210, and the name of the initial Registered Agent for the corporation at that address is JOSE A. CRESPO.

The principal place of business is also at the above address.

ARTICLE VI

SPECIAL PROVISIONS

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

ARTICLE VII

LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

ARTICLE VIII

SELF DEALING

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself

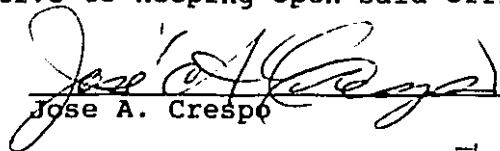
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following
is submitted, in compliance with said ACT:

First-that ENTERPRISING SOLUTIONS, INC., desiring to organize
under the laws of the State of Florida, with its principal office
as indicated in the Articles of Incorporation, at 1778-B Cassat
Avenue, Jacksonville, Florida 32210, has named Jose A. Crespo,
as it agent to accept service of process within this state.

ACKNOWLEDGEMENT:

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



Jose A. Crespo

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

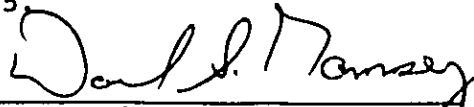
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STATE OF FLORIDA
COUNTY OF ST. JOHNS

I HEREBY CERTIFY that on this day, before me, a notary public authorized in the State and County named above, to take acknowledgements, personally appeared Jose A. Crespo, to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and who has produced his Florida driver's license as proof of identification, and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and seal in the County and State named above this 30th day of January, 1995.



Notary Public, State of Florida at Large
My Commission expires:



OFFICIAL SEAL
DAVID S. GAMSEY
My Commission Expires
April 7, 1997
Comm. No. CC 275106



OFFICIAL SEAL
DAVID S. GAMSEY
My Commission Expires
April 7, 1997
Comm. No. CC 275106

PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM AND FILED

APPROVED

FILED

1996 SEP - 6 AM 9:08
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

APPLICATION FOR REINSTATEMENT



FLORIDA DEPARTMENT OF STATE
 Sandra B. Murtham
 Secretary of State
 DIVISION OF CORPORATIONS

DOCUMENT # 95000010166
 1. Corporation Name
 ENTERPRISING SOLUTIONS INC.

Principal Place of Business Mailing Address
 7 WILLOW DR P.O. BOX 3208
 ST. AUGUSTINE, FL ST. AUGUSTINE, FL
 32084 32085-3208

200001952282
 -09/20/96--01012--002
 ****383.75 ****383.75

DO NOT WRITE IN THIS SPACE

2. New Principal Office Address, if Applicable
 3. New Mailing Address, if Applicable
 Suite, Apt. #, etc. Suite, Apt. #, etc.
 City & State City & State
 Zip Country Zip Country

4. Date Incorporated or Qualified To Do Business in Florida
 FEB 7, 1995
 5. FEI Number
 59-3298109 Applied For Not Applicable
 6. CERTIFICATE OF STATUS DESIRED

7. Names and Street Addresses of Each Officer and/or Director (Florida nonprofit corporations must list at least 3 directors)			
1 Title(s)	2 Name of Officers and/or Directors	3 Street Address of Each Officer and/or Director (Do NOT Use Post Office Box Numbers)	4 City / State / Zip
P,T,D	JOSE A. CRESPO	7 WILLOW DR	ST. AUGUSTINE, FL 32084
V,S,D	MARY E. CRESPO	7 WILLOW DR.	ST. AUGUSTINE, FL 32084

REINSTATEMENT

8. Name and Address of Current Registered Agent
 JOSE A. CRESPO
 7 WILLOW DR.
 ST. AUGUSTINE, FL
 32084

9. Name and Address of New Registered Agent
 Name
 Street Address (P.O. Box Number is Not Acceptable)
 Suite, Apt. #, Etc.
 City State Zip Code
 FL

10. I, being appointed the registered agent of the above named corporation, am familiar with and accept the obligations of Section 607.0505, F.S.
 Signature of Registered Agent: *Jose A. Crespo* Date: 9/3/96
 REGISTERED AGENT MUST SIGN

11. Does this corporation pay any intangible tax to the Dept. of Revenue under S. 199.032, Florida Statutes. Yes No (See other side for information on intangible tax.)

12. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I release the Division of Corporations from any liability of non-compliance with Section 119.07(3)(k) in the event that the information supplied is deemed exempt from public access. I certify that I am an officer or director or the receiver or trustee empowered to execute this application as provided for in chapter 607 or 617, F.S. I further certify that when filing this reinstatement application the reason for dissolution has been eliminated, the corporate name satisfies the requirements of section 607.0401 or 617.0401, F.S., and that all fees owed by the corporation have been paid. The information indicated on this application is true and accurate, and my signature shall have the same legal effect as if made under oath.
 SIGNATURE: *Jose A. Crespo* PRESIDENT JOSE A. CRESPO Date: 9-3-96 (904) 471-0377
 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

CRSE040 (12/95)