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Requestor's Name

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TALLAHASSEE, FLORIDA

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. ESPRIT ASSET MANAGEMENT COMPANY
(Corporation Name) (Document #) 200002243982--0
2. _____ (Corporation Name) (Document #) 07/22/97 01093-008
*****70.00 *****70.00
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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

ARTICLES
OF
ESPRIT ASSET MANAGEMENT COMPANY

We, the undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the Laws of the State of Florida.

ARTICLE I
Name of Corporation

The name of Corporation shall be
"ESPRIT ASSET MANAGEMENT COMPANY"

ARTICLE II
Nature of Business

The general nature of the business to be transacted by this Corporation is any activities or business permitted under the laws of the United States and the State of Florida.

To manufacture, purchase or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, and services, of every kind, class, and description except that it is not to conduct a banking, safe deposit trust, insurance, surety, express, railroad, canal, telegraph, telephone, cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.

To conduct business in, have one or more officers in and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, licenses, in the State of Florida, and in all other states and countries.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgages, transfers of corporate property, or other instruments to secure payment of corporate indebtedness as required.

To purchase corporate assets of any other corporation and engage in the same or other character or business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of

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the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida, or any other state or government, and while owners of such stock to exercise all rights, powers and privileges of ownership, including the right to vote such stock.

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is 5,000,000 shares at \$0.01 par value per share.

ARTICLE IV Initial Capital

The amount of capital with which this corporation shall begin business is not less than ONE THOUSAND and 00/100 (\$1,000.00) DOLLARS.

ARTICLE V Term of Existence

This corporation is to exist perpetually.

ARTICLE VI Principal Place of Business

The initial street address in this state of the principal office of this corporation is 3233 State Road 580, Safety Harbor, Florida 34695. The Board of Director(s) may, from time to time, move the principal office to any other address in the State of Florida.

ARTICLE VII Directors

This corporation shall not have less than one (1) director initially. The number of directors may be increased or diminished from time to time, by by-laws adopted by the stockholders.

The names and street addresses of the member of the Board of Directors are:

Maywa Yei
3233 State Road 580
Safety Harbor, FL 34695

ARTICLE VIII
Subscribers


The names and street addresses of the subscribers of these Articles of Incorporation, the number of shares of stock which they agree to take and the value of consideration therefore are:

NAME	ADDRESS	SHARE	CONSIDERATION
Maywa Yei	3233 State Road 580 Safety Harbor, FL 34695	100,000	Cash

ARTICLE IX
Registered Agent

The initial designation of the registered office of this corporation shall be: Maywa Yei, 3233 State Road 580, Safety Harbor, Florida.


Pursuant to Florida Statutes Section 607.164, having been named to accept process for the above stated corporation, at the place designated in these Articles of Incorporation, I hereby accept and agree to act in this capacity, and agree to comply with the provision of said act relative to keeping open said office.

By: 
Registered Agent

ARTICLE X
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 the Stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain Amendment of these Article of Incorporation be made.

IN WITNESS WHEREOF, We, the subscribers above named have hereunto set our hands and seals this 15th day of March, 1997.



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