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BODZIN & BODZIN

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Attorneys at Law

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3050 Aventura Blvd., Suite #300

Aventura, Florida 33180

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Ph: (305) 931-5000

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November 6, 1997

ATTN: NEW FILINGS
SECRETARY OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL 32314

RE: ESSA CORPORATION

200002349052--5
-11/17/97--01107--020
*****70.00 *****70.00

To Whom It may Concern:


Attached please find corporate articles to be filed for the above-referenced corporation, along with a check in the sum of \$70.00 for the filing fee.

Please be so kind as to return a confirmation letter, with a copy of the articles (uncertified), to the following address:

GARY A. BODZIN, ESQ.
3050 Aventura Blvd. #300
Aventura, FL 33180

As always, we appreciate your cooperation.

Sincerely yours,


GARY A. BODZIN
GAB:br

P.Hall

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ARTICLES OF INCORPORATION
OF
ESSA CORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purposes of forming a corporation under the laws of the state of Florida, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation is: ESSA CORPORATION.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is: 445 Grand Bay Drive, #10-CS, Key Biscayne, FL 33149.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares having a par value of \$1.00 per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent of the corporation is: IVONNE ESCAF, at 445 Grand Bay Drive, #10-CS, Key Biscayne, Florida 33149.

ARTICLE V: INCORPORATOR

The name and address of the incorporator of this corporation is: IVONNE ESCAF, at 445 Grand Bay Drive #10-CS, Key Biscayne, Florida 33149.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of the initial member of the Board of Directors of the corporation is: IVONNE ESCAF, at 445 Grand Bay Drive #10-CS, Key Biscayne, Florida 33149.

ARTICLE VII: PURPOSE OF CORPORATION

The major purpose of the corporation shall be to engage in the buying, selling, holding, managing, leasing, and otherwise dealing with real estate. The corporation is also authorized to engage in any other business or to perform any other act not prohibited by law.

ARTICLE VIII: LIMITED LIABILITY

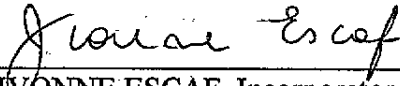
The shareholders of the corporation shall not be personally liable for any of the obligations of the corporation to any extent.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned has executed these Articles of Incorporation this 5th day of November, 1997.



IVONNE ESCAF, Incorporator

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the State of Florida, submits the following statement in designating its registered office and registered agent in the State of Florida:

1. The name of the corporation is: ESSA CORPORATION.
2. The name and street address of the registered agent of the corporation is: IVONNE ESCAF, at 445 Grand Bay Drive #10-CS, Key Biscayne, Florida 33149.

HAVING BEEN NAMED AS REGISTERED AGENT, AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH ALL OF THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



IVONNE ESCAF, Incorporator