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January 25th, 1999

Secretary of State
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

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-02/04/99--01036--018
****122.50 *****78.75

RE: ESN, INC.

Gentlemen:

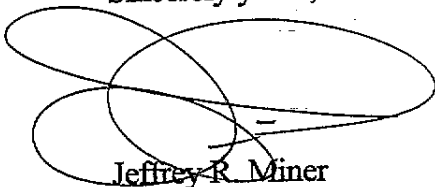
Enclosed herewith, please find the original and one copy of the Articles of Incorporation of ESN, Inc. for appropriate filing..

I am enclosing my trust account check for the \$122.50 payable as follows:

Filing Fee	\$35.00
Registered Agent Fee	35.00
Certified Copy of Articles	52.50

Please forward a certified copy of the Articles of Incorporation to my office immediately upon filing the original.

Sincerely yours,



Jeffrey R. Miner

JRM:cp
Enclosures

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DIVISION OF CORPORATIONS
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2-8-99
JRM

ARTICLES OF INCORPORATION

OF

ESN, INC.

ARTICLE I

Name

The name of this corporation is ESN, INC., a Florida corporation.

ARTICLE II

Business

The general nature of the business and the objects and purposes proposed to be transacted and carried on, are to do any and all the things herein mentioned, as fully and to the same extent as natural persons might or could do, viz:

- (a) To purchase or acquire real property for investment, sale or otherwise and to carry on and conduct the business of developing and/or repairing said property for sale or lease.
- (b) To make and perform contracts of any kind and description, and for the purpose of attaining any of the objectives of the corporation, do and perform any and all things necessary or incident to the performing and carrying out of the powers hereinabove specifically delegated or implied, and transact any and all lawful activities and business permitted under the laws of the United States and Florida.

ARTICLE III

Capital Stock

The total number of shares and capital stock which may be issued by this corporation is One Hundred (100) shares of no par value common stock.

ARTICLE IV

Principal Office and Mailing Address

The principal office and mailing address of this Corporation is 18598 N.W. 22nd Court, Pembroke Pines, FL 33029, but this Corporation shall have the power to move the principal office and mailing address to any other address in the State of Florida that may be deemed expedient.

ARTICLE V

Initial Registered Office and Agent

The initial registered office of said corporation shall be at:

18598 N.W. 22nd Court, Pembroke Pines, FL 33029

NATACHA MAGLOIRE, whose address is the same as the registered office, is hereby designated as initial registered agent of the corporation.

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ARTICLE VI

Board of Directors

The number of director(s) of this corporation shall be three (3) directors initially. The number of directors may be increased from time to time by the By-Laws, but shall never be less than one (1) director.

The names and post office addresses of the initial directors are:

<u>Name</u>	<u>Address</u>
NATACHA MAGLOIRE	18598 N.W. 22 nd Court Pembroke Pines, FL 33029
EDDIE WILLIAM McINTOSH	900 S. Biscayne River Drive North Miami Beach, FL 33169
W. STEVE HART	18540 N.W. 23 rd Avenue Miami, FL 33056

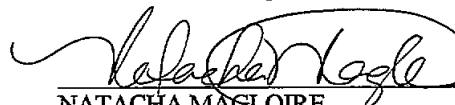
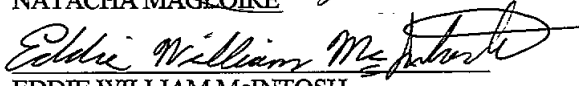
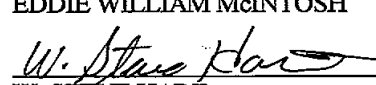
ARTICLE VII

Incorporators

The names and street addresses of the persons signing these Articles of Incorporation as the Incorporators are:

NATACHA MAGLOIRE	18598 N.W. 22 nd Court Pembroke Pines, FL 33029
EDDIE WILLIAM McINTOSH	900 S. Biscayne River Drive North Miami Beach, FL 33169
W. STEVE HART	18540 N.W. 23 rd Avenue Miami, FL 33056

IN WITNESS OF THE FOREGOING, we have hereunto set our hands and seals, and acknowledge to be filed in the office of the Secretary of State, the foregoing Articles of Incorporation, this 27th day of January, 1999.


NATACHA MAGLOIRE

EDDIE WILLIAM McINTOSH

W. STEVE HART


STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, the undersigned authority to administer oaths and take acknowledgments, appeared:

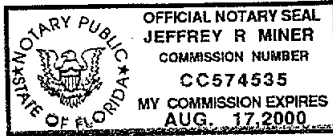
NATACHA MAGLOIRE
EDDIE WILLIAM McINTOSH
W. STEVE HART

Incorporators of ESN, INC., a Florida corporation, to me known to be the person described in and who subscribed the above and foregoing Articles of Incorporation, and he acknowledged before me that he signed the same for the purposes therein expressed, and did take an oath.

WITNESS my hand and official seal in the County and State above, this 29th day of January 1999.


Notary Public-State of Florida

My Commission Expires:



Acknowledgment by Resident Agent

Having been named to accept service of process for the above-stated Corporation at the place designated in this Certificate. I hereby accept to act in this capacity and state that I am familiar with and accept the duties and responsibilities as registered agent for said corporation.

DATED this 29th day of January, 1999.


NATACHA MAGLOIRE

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