

F9700005722 ^{W97-27660}

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: ESS, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

~~288052297572--8~~
~~-09/19/97--01054--003~~
~~*****70.00 *****70.00~~

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida",
"Certificate of Existence", and check are submitted to register the above referenced foreign corporation to
transact business in Florida.

Please return all correspondence concerning this matter to the following: 1 00002334711--4
EVANS J. PLOWDEN III
~~-10/31/97--01025--003~~
~~*****8.75 *****8.75~~

(Name of Person)

Watson, Spence, Lowe & Chambliss

(Firm/Company)

PO Box 2008

(Address)

ALBANY GA 31702-2008

(City/State/Zip)

FILED
97 OCT 29 AM 11:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Should you need to call someone concerning this matter, please call:

Bo Plowden at (912) 436-1545
(Name of Person) (Area Code & Daytime Telephone Number)

JP 10/30

COURIER ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 22, 1997

EVANS J. PLOWDEN, III
WATSON, SPENCE, LOWE & CHAMBLESS
PO BOX 2008
ALBANY, GA 31702-2008

SUBJECT: ESS, INC.
Ref. Number: W97000021660

We have received your document for ESS, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6093.

Freta Lott
Corporate Specialist Supervisor

Letter Number: 097A00046736



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 23, 1997

EVANS J. PLOWDEN, III
WATSON, SPENCE, LOWE & CHAMBLESS
PO BOX 2008
ALBANY, GA 31702-2008

SUBJECT: ESS, INC.
Ref. Number: W97000021660

We have received your document for ESS, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

The name you have chosen to adopt for use in Florida is also not available. Please select an alternate name and contact this office for name availability.

Once corrections are made, please return the enclosed copy of your document along with this letter for filing. The original document is retained in our office and has NOT been filed.

If you should have any further questions, please call the UCC Liens Filing Section at (850) 487-6093.

Freta Lott
Corporate Specialist Supervisor Doc. Reference: W97000021660
Division of Corporations Letter Number: 197A00051630

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned WILLIAM ANDREW BOYETT, do hereby certify that this Resolution of the Board of Directors of ESS, Inc., a corporation duly organized and existing under the laws of the State of Georgia, was duly adopted on October 27, 1997.

Be it resolved, that ESS, Inc. organized and existing in the State of Georgia, hereby adopts the name ENGINEERED SYSTEMS OF DESTIN, INC. for use in Florida.

Dated: 10/27/97



Signature of either Chairman, Vice Chairman or any officer

William Andrew Boyett, CEO

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 OCT 29 AM 11:04

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. ESS, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. GEORGIA 3. 58-2039280
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 3/11/93 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 8/1/97
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. P.O. Box 291
ALBANY GA 31702
(Current mailing address)

8. Selling, Installing & servicing Electronics
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: BRIAN HORNEK

Office Address: 805 ALLEN LOOP DRIVE

SANTA ROSA BEACH, FL., Florida, 32459
(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Brian P. Hornek
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

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TALLAHASSEE, FLORIDA

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: William Andrew Boyett

Address: 523 West Broad Av.
ALBANY GA 31701

Vice President: _____

Address: _____

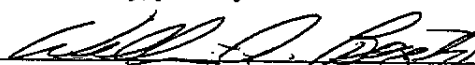
Secretary: John Eaton Talley

Address: 523 West Broad Av.
ALBANY GA 31701

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. William A. Boyett, President
(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**Secretary of State
Corporations Division
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530**

DOCKET NUMBER : 972340065
CONTROL NUMBER : 9306322
DATE INC/AUTH/FILED: 03/11/1993
JURISDICTION : GEORGIA
PRINT DATE : 08/22/1997
FORM NUMBER : 211

EVANS J. PLOWDEN, III.
PO BOX 2008
ALBANY GA 31702

FILED
97 OCT 29 AM 11:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF EXISTENCE

I, Lewis A. Massey, the Secretary of State of the State of Georgia, hereby certify under the seal of my office that

**ESS, INC.
A DOMESTIC PROFIT CORPORATION**

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation, or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up, or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.

Lewis A. Massey
LEWIS A. MASSEY
SECRETARY OF STATE

