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TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section  
Division of Corporations

300002602873--5  
-07/30/98--01067--003  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

SUBJECT: ESCO AGENCY, INC.  
(Name of corporation - must include suffix)

Dear Sir or Madam:

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:

Kimberly Smith  
(Name of Person)  
AON TECHNICAL INSURANCE SERVICES  
(Firm/Company)  
123 North Wacker Dr.  
(Address)  
Chicago, IL 60606  
(City/State/Zip)

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

Kimberly Smith at ( 312 ) 701-3167  
(Name of Person) (Area Code & Daytime Telephone Number)

*AS 7/30/98*

COURIER ADDRESS:

Qualification/Tax Lien Sec.  
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

**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. ESCO AGENCY 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. Minnesota 3. 41-1894067  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. March 11, 1994 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 3650 Annapolis Lane, Suite 107  
Plymouth, MN 55447  
(Current mailing address)

8. SEE ATTACHED  
(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: CT CORPORATION SYSTEM

Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324  
(Zip code)

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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.*

Michelle R. Pedersen, Asst Secy  
(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.

8.

**ESCO (Ear Service Corporation) Inc.**

The purpose for which this corporation is organized is to engage in any lawful activity within the purposes for which business corporations may be organized under the provision of Florida Statutes, including the business of an service administrator.

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

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

Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: Charles Stone

Address: 8638 Grier Lane

Eden Prairie, MN 55347

Director: \_\_\_\_\_

Address: \_\_\_\_\_

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

President: Paul Turner

Address: 14238 Towers Lane

Eden Prairie, MN 55347

Vice President: John Ditzler

Address: 5204 3rd Ave

Minneapolis, MN 55419

Secretary: John Ditzler

Address: 5204 3rd Ave

Minneapolis, MN 55419

Treasurer: John Ditzler

Address: 5204 3rd Ave

Minneapolis, MN 55419

**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. John Ditzler, Vice President

(Typed or printed name and capacity of person signing application)

State of Minnesota

**SECRETARY OF STATE**

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Certificate of Good Standing

I, Joan Anderson Grove, Secretary of State of Minnesota, do certify that: The corporation listed below is a corporation formed under the laws of Minnesota; that the corporation was formed by the filing of Articles of Incorporation with the Office of the Secretary of State on the date listed below; that the corporation is governed by the chapter of Minnesota Statutes listed below; and that this corporation is authorized to do business as a corporation at the time this certificate is issued.

Name: ESCO Agency, Inc.

Date Formed: 03/11/1994

Chapter Governed By: 302A

This certificate has been issued on 07/23/98.



*Joan Anderson Grove*  
Secretary of State.