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FILED
2002 APR - 1 PM 1:45
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: ESD, 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:

Christoph Duwe
(Name of Person)

ESD Electronics, Inc.
(Firm/Company)

800005179018-8
-04/01/02--01033--014
*****87.50 *****87.50

21030 Woodspring Ave.
(Address)

Boca Raton, FL 33428
(City/State and Zip code)

For further information concerning this matter, please call:

Chris Duwe at (800) 504-9856
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

J. BRYAN APR - 3 2002

Corporate Resolution

On the 29 day of March 2002, the board of directors of ESD, Inc., a Delaware corporation, decided – because the name ESD, Inc. is unavailable for use in Florida - to adopt the following name for use in the state of Florida:

ESD Electronics, Inc.

This resolution is signed by the president of the corporation.



Christoph Duwe
President
ESD, Inc.

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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. ESD, 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. Delaware 3. NA
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 02/22/2000 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 04/01/2002
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 21030 Woodspring Ave., Boca Raton, FL 33428
(Principal office address)

7667 W. Sample Road, Suite 127, Coral Springs, FL 33065
(Current mailing address)

8. To engage in any lawful act or activity for which corporations may be organized under the Florida General Corporation Laws.
(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: Christoph Duwe

Office Address: 21030 Woodspring Ave.

Boca Raton, Florida 33428
(City) (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.

Christoph Duwe
(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.

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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Christoph Duwe
Address: 21030 Woodspring Ave.
Boca Raton, FL 33428

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Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Christoph Duwe
Address: 21030 Woodspring Ave.
Boca Raton, FL 33428

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: Christoph Duwe

Address: 21030 Woodspring Ave, Boca Raton, FL 33428

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

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

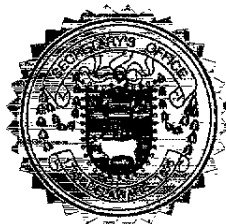
14. Christoph Duwe, Chairman of the Board, President and Treasurer
(Typed or printed name and capacity of person signing application)

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ESD, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FIRST DAY OF MARCH, A.D. 2002.



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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1679062

DATE: 03-21-02