



F02 000005127

ACCOUNT NO. : 072100000032
REFERENCE : 776678 4301184
AUTHORIZATION : *Patricia Project*
COST LIMIT : \$ 70.00

FILED
02 OCT 10 PM 12:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : October 9, 2002

ORDER TIME : 10:34 AM

ORDER NO. : 776678-005

600008309056--7

CUSTOMER NO: 4301184

CUSTOMER: Marcus Colagiacomo, Esq
Kane Kessler, P.C.
1350 Avenue Of The Americas
26th Floor
New York, NY 10019

FOREIGN FILINGS

NAME: EP ACQUISITION CORP.

RECEIVED
02 OCT 10 AM 11:38
TALLAHASSEE, FLORIDA

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Ginger Simmons -- EXT# 1139

EXAMINER: _____

F02-5127
QR

**APPLICATION
FOR AUTHORIZATION
TO TRANSACT BUSINESS IN FLORIDA
OF
EP ACQUISITION CORP.**

FILED

02 OCT 10 PM 12:56

SECRETARY OF STATE
TALLAHASSEE, 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. The name of the corporation is **EP Acquisition Corp.** (the "Corporation").
2. The Corporation was incorporated under the laws of the State of Delaware.
3. The Corporation's Federal Employer Identification number is 13-4213473.
4. The date of incorporation of the Corporation is October 1, 2002.
5. The Corporation has perpetual duration.
6. The Corporation will begin to transact business in Florida upon authorization.
7. The current mailing address and principal office of the Corporation is:

1400 Marsh Landing Parkway, Suite 112
Jacksonville, FL 32250
8. The purpose of the Corporation is to manufacture and sell emergency and warning lighting.
9. The name and address of the Corporation's Registered Agent in Florida is:

Corporation Service Company
1201 Hays Street
Tallahassee, FL 32301

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.

Corporation Service Company

By: Evelyn Wright
Name: Evelyn Wright
Title: authorized Representative

10. Attached is a certificate of existence of the Corporation 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 laws of which the Corporation is incorporated.
11. Names of officers and directors of the Corporation (all officers and directors have as their address c/o Armor Holdings, Inc., 1400 Marsh Landing Parkway, Suite 112, Jacksonville, FL 32250):

NAME AND ADDRESS

Steven E. Croskrey
Robert R. Schiller
Jonathan M. Spiller
Todd Smith
Mark Williams
Rich Shafer
Heather Fouts

TITLE

Director and President
Director and Vice President
Director
Secretary
Vice President and Treasurer
Vice President
Vice President

FILED
02 OCT 10 PM 12:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dated: October 2, 2002

EP ACQUISITION CORP.

By: 

Name: Todd Smith
Title: Secretary

Delaware

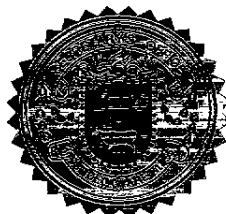
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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "EP ACQUISITION CORP." 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 NINTH DAY OF OCTOBER, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "EP ACQUISITION CORP." WAS INCORPORATED ON THE FIRST DAY OF OCTOBER, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3574972 8300

AUTHENTICATION: 2027533

020627215

DATE: 10-09-02