

OCT-31-2002 12:13 FROM:DREIER BARITZ COLEMAN 5617505045

TO:18502050383

P.002/006

Division of Corporations

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Florida Department of State

Division of Corporations
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Account Name : DREIER, BARITZ AND COLMAN
Account Number : I20000000130
Phone : (561) 750-0910
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FOREIGN PROFIT QUALIFICATION

Essex Acquisition Corporation

Certificate of Status	1
Certified Copy	0
Page Count	01
Estimated Charge	\$78.75

BARITZ & COLMAN LLP
ATTORNEYS AT LAW
150 EAST PALMETTO PARK ROAD, SUITE 750
BOCA RATON, FLORIDA 33432
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(561) 750-5045 Facsimile

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DIVISION OF CORPORATION

Thank you,

Lisa Nagler
Legal Assistant

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

 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. Essex Acquisition Corporation
(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
(State or country under the law of which it is incorporated)
3. 30-0114 377
(FEI number, if applicable)
4. August 12, 2002
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon filing/approval
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 6590 West Rogers Circle Suite 6
Boca Raton, Florida 33487
(Current mailing address)
8. Telecommunications
(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: Neil S. Baritz, Esq.
Office Address: 150 E. Palmetto Park Road Suite 750
Boca Raton, Florida, 33432
(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.

By: 

(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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SECRETARY OF STATE
TALLAHASSEE, FLORIDA**A. DIRECTORS (Street address only - P.O. Box NOT acceptable)**

Chairman: Ken Baritz
Address: 6590 West Rogers Circle Suite 6
Boca Raton, Florida 33487

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

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

President: Ken Baritz
Address: 6590 West Rogers Circle Suite 6
Boca Raton, Florida 33487

Vice President:

Address:


Secretary: Ken Baritz

Address: 6590 West Rogers Circle Suite 6
Boca Raton, Florida 33487

Treasurer: Ken Baritz

Address: 6590 West Rogers Circle Suite 6
Boca Raton, Florida 33487

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

Delaware

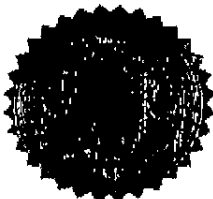
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PAGE 1
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ESSEX ACQUISITION CORPORATION" 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 SEVENTEENTH DAY OF OCTOBER, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "ESSEX ACQUISITION CORPORATION" WAS INCORPORATED ON THE TWELFTH DAY OF AUGUST, 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

3557940 8300

AUTHENTICATION: 2040831

020643289

DATE: 10-17-02