

LAW OFFICES

NEIMARK & NADEL

PROFESSIONAL ASSOCIATION

SUITE 420
800 CORPORATE DRIVE
FORT LAUDERDALE, FLORIDA 33334

TELEPHONE (954) 493-8000
TELEFAX (954) 493-6505

June 4, 2002

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-06/07/02--01053--011
*****78.75 *****78.75

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Escal Sales and Marketing, Inc.
Our File No.: 2086-001

Dear Sir or Madam:

Enclosed is an original and one copy of the following documents with respect to the above-referenced corporation:

1. **ARTICLES OF INCORPORATION;**
2. **CERTIFICATE OF DOMESTICATION; AND**
3. **CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

Also enclosed is our check in the amount of \$78.75 cover the cost for filing fees.

Please return true copies of the above documents showing that they have been received and filed and return to this office in the enclosed a self-addressed, stamped envelope provided herein.

Thank you for your cooperation.

Very truly yours,

NEIMARK & NADEL, P.A.

By: 

CORT A. NEIMARK

CAN:lsc
Enclosures (as stated)

FILED
02 JUN -7 PM 3:24
SECRETARY OF STATE
TALLAHASSEE FLORIDA

CERTIFICATE OF DOMESTICATION
OF
ESCO SALES AND MARKETING, INC.

To the Department of State of the State of Florida:

Pursuant to the provisions of Section 607.1801 of Florida Statutes, the undersigned Corporation submits the following Certificate for the purpose of becoming domesticated in Florida:

FIRST: The date on which the Corporation first came into being was September 26 1985.

SECOND: The jurisdiction where the Corporation was first formed was the State of Connecticut.

THIRD: The name of the Corporation immediately prior to the filing of this Certificate was ESCO SALES AND MARKETING, INC.

FOURTH: The name the Corporation will use in Florida, as set forth in its articles of incorporation filed with this Certificate is ESCO SALES AND MARKETING, INC.

FIFTH: Immediately prior to the filing of this Certificate, the principal place of business of the Corporation was located at 2 Pomperaug Office Park, #108, Southbury CT 06488.

Dated: May 30, 2002.

ESCO Sales and Marketing, Inc.

By: Ed Shuman
Edward W. Shuman, President

CERTIFICATION

I, Edward W. Shuman, do hereby certify that I am the President of ESCO Sales and Marketing, Inc., and that I am authorized to sign this Certificate of Domestication on behalf of the Corporation. I further certify that all of the statements in the foregoing instrument are true and correct.

Ed Shuman
Edward W. Shuman, President

STATE OF FLORIDA
COUNTY OF BROWARD

On May 30, 2002, before me personally appeared Edward W. Shuman, President, known to me to be the person whose name is subscribed to the instrument within, or who produced FLA. D.L. as identification and acknowledged that he executed the instrument for the purposes contained in the instrument.

IN WITNESS WHEREOF, I sign here and set my official seal.



Cort A. Neimark
Commission # CC 876950
Expires Nov. 21, 2003
Bonded Thru
Atlantic Bonding Co., Inc.

Cort A. Neimark
Notary Public State of Florida
My commission expires _____

FILED
02 JUN -7 PM 3:24
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
ESCO SALES AND MARKETING, INC.

I, the undersigned, a natural person competent to contract, do hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

FILED
02 JUN -7 PM 3:24
TALLAHASSEE FLORIDA
SECRETARY OF STATE

ARTICLE I
NAME OF CORPORATION

The name of this Corporation shall be:

ESCO SALES AND MARKETING, INC.

ARTICLE II
GENERAL NATURE OF BUSINESS

The general nature of the business to be transacted by this Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida.

ARTICLE III
CAPITAL STOCK

The total authorized capital stock of this Corporation is 1,000 shares of Common Stock, no par value.

ARTICLE IV
TERM OF EXISTENCE

The Corporation shall exist perpetually.

ARTICLE V
ADDRESS OF PRINCIPAL OFFICE IN THIS STATE

The initial street address of the principal office of this Corporation in the State of Florida is 6839 West Liseron, Boynton Beach, Florida 33437. The Board of Directors may from time to time move the principal office to another address in Florida.

ARTICLE VI
NUMBER OF DIRECTORS

This Corporation shall not have less than one (1) director.

ARTICLE VII
INCORPORATOR

The name and street address of the Incorporator of these articles is:

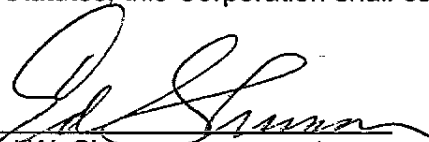
Edward W. Shuman
6839 West Liseron, Boynton Beach, Florida 33437

ARTICLE VIII
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 6839 West Liseron, Boynton Beach, Florida 33437, and the name of the initial registered agent of the Corporation at that address is Edward W. Shuman.

ARTICLE IX
COMMENCEMENT OF CORPORATE EXISTENCE

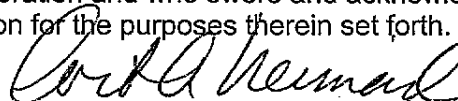
Pursuant to Section 607.0203, Florida Statutes, this Corporation shall commence its corporate existence upon filing.


Edward W. Shuman, Incorporator

STATE OF FLORIDA
COUNTY OF BROWARD

I HEREBY CERTIFY that on this 30 day of May, 2002, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared Edward W. Shuman, to me known to be the person described as incorporator in and who executed the foregoing Articles of Incorporation and who swore and acknowledged that he executed the foregoing Articles of Incorporation for the purposes therein set forth.

WITNESS my hand
and official seal.


Notary Public

CORT A. NEIMARK
Print, stamp or type as commissioned

☐ Personally known to me, or

☒ Produced Identification:

FLA. DRIV. LIC.
(type of identification)

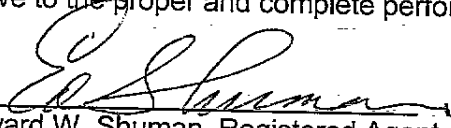
**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN
THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Section 48.091 and 607.0501, Florida Statutes, the following is submitted:

That ESCO SALES AND MARKETING, INC., desiring to organize under the laws of the State of Florida, with its Registered Office as indicated in the Articles of Incorporation at 6839 West Liseron, Boynton Beach, Florida 33437, and Edward W. Shuman as its Registered Agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated corporation at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


Edward W. Shuman, Registered Agent

STATE OF FLORIDA
COUNTY OF BROWARD

I HEREBY CERTIFY that on this 30 day of May 2002, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared Edward W. Shuman to me known to be the person described as Registered Agent in and who executed the foregoing Articles of Incorporation and who swore and acknowledged that he executed the foregoing Articles of Incorporation for the purposes therein set forth.

WITNESS my hand
and official seal.


Notary Public

CORT A. NEIMARK
Print, stamp or type as
commissioned



Cort A. Neimark
Commission # CG 876950
Expires Nov. 21, 2003
Bonded Thru
Atlantic Bonding Co., Inc.

☐ Personally known to me, or
☒ Produced Identification:
FLA. PRIV. LIC
(type of identification)

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SECRETARY OF STATE
TALLAHASSEE FLORIDA