

PO2000090366

*Law Offices*  
Keith A. Seldin, P.A.  
Maplewood Professional Center  
1934 Commerce Lane, Suite 2  
Jupiter, Florida 33458

Keith A. Seldin\*

Telephone (561) 747-3000  
Facsimile (561) 747-3040

\*Florida Supreme Court  
Certified Civil Mediator

August 16, 2002

Via Federal Express

Florida Department of State  
DIVISION OF CORPORATIONS  
409 E. Gains Street  
Tallahassee, Florida 32399

Re: ESCHER ELECTRIC, INC.

800007199578--3  
-08/19/02--01046--013  
\*\*\*\*122.50 \*\*\*\*\*78.75

Gentlemen:

Enclosed please find an original and one copy of the Articles of Incorporation for the above referenced corporation. Kindly file the enclosed and return a conformed and certified copy to the undersigned at the above address indicated. Also enclosed herein is a check in the amount of \$122.50, representing payment of your filing fees.

Thank you for kind consideration of the above and enclosed.

Sincerely,



Keith A. Seldin

KAS/gse  
enclosures

FILED  
2002 AUG 19 PM 2:31  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

15  
8/20/02

**ARTICLES OF INCORPORATION  
OF  
ESCHER ELECTRIC, INC.**

**FILED**

2002 AUG 19 PM 2:31

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLE I**

Name

The name of this corporation is:

ESCHER ELECTRIC, INC.

**ARTICLE II**

Duration

This corporation shall have perpetual existence.

**ARTICLE III**

Purpose

This corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE IV**

Capital Stock

This corporation is authorized to issue SEVEN THOUSAND FIVE HUNDRED (7,500) shares of common stock having a par value of ONE DOLLAR (\$1.00) per share.

**ARTICLE V**

Registered Office and Agent

The street address of the registered office of this corporation is 1934 Commerce Lane, Suite 2, Jupiter, Florida 33458, and the name of the registered agent of this corporation at that address is KEITH A. SELDIN.

## **ARTICLE VI**

### **Board of Directors**

This corporation shall initially have one (1) director. The number of directors may either be increased or diminished from time to time by the bylaws but shall never be less than one (1). The name and address of the initial director of this corporation is:

Keith A. Seldin, Esq.  
1934 Commerce Lane, Suite 2  
Jupiter, Florida 33458

## **ARTICLE VII**

### **Incorporator**

The name and address of the individual signing these Articles is: KEITH A. SELDIN, 1934 Commerce Lane, Suite 2, Jupiter, Florida 33458.

## **ARTICLE VIII**

### **Powers**

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

## **ARTICLE IX**

### **Meetings by Conference Telephone**

Meetings of the Board of Directors may participate in meetings of the Board of Directors by means of conference telephone as provided by law.

## **ARTICLE X**

### **Action by Directors Without a Meeting**

The directors of this corporation may take action by written consent, as provided by law.

## **ARTICLE XI**

### **Indemnification**

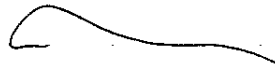
This corporation shall, to the fullest extent permitted by the provisions of the Florida Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaw, agreement, vote of shareholders or disinterested directors or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director or officer, and shall inure to the benefit of the heirs, executors and administrators of such a person.

## **ARTICLE XII**

### **Amendment**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 16<sup>th</sup> day of August, 2002.

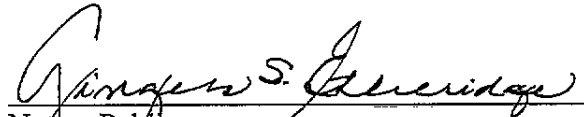


---

Keith A. Seldin, Incorporator

STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 16<sup>th</sup> day of August, 2002, by  
KEITH A. SELDIN, who is personally known to me or has produced a Florida Driver's License as  
identification and who did take an oath.

  
Notary Public  
My Commission Expires:



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

In compliance with Section 48.09, Florida Statutes, the following is submitted:

FIRST: That ESCHER ELECTRIC, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 1934 Commerce Lane, Suite 2, Florida 33458, has named KEITH A. SELDIN, located at 1934 Commerce Lane, Suite 2, Jupiter, Florida 33458, as its agent to accept service of process within Florida.

Signature: \_\_\_\_\_

Corporate Officer

Title:

Incorporator

Date:

August 16, 2002

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.

Signature: \_\_\_\_\_

Resident Agent

Date:

August 16, 2002

**FILED**  
2002 AUG 19 PM 2:31  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA