

IRREVOCABLE STOCK POWER

FOR VALUE RECEIVED, the undersigned, Financial Trust Company, Inc., a United States Virgin Islands corporation, Taxpayer Identification No. 66-0567418, with an address at 6100 Red Hook Quarter, B3, St. Thomas, USVI 00802 (the "Transferor"), does hereby sell, assign and transfer to **[BLACK FAMILY PARTNERSHIP]**, a _____, Taxpayer Identification No. _____, with an address at 9 West 57th Street, 43rd Floor, New York, NY 10019, an aggregate of Thirteen Million One Hundred Ninety Eight Thousand Seven Hundred Eleven (13,198,711) shares of the Common Stock, \$0.001 par value, of Environmental Solutions Worldwide, Inc., a Florida corporation (the "Corporation"), evidenced by the following Stock Certificates:

<u>Certificate Number</u>	<u>Number of Shares of Common Stock</u>
3815	2,352,941
4145	2,002,959
4195	175,883
4225	6,333,333
4226	2,333,595

standing in the name of the Transferor on the books of the Corporation.

The Transferor does hereby irrevocably constitute and appoint Bay City Transfer Agency & Registrar as attorney-in-fact to transfer the Shares on the books of the Corporation, with full power of substitution in the premises.

IN WITNESS WHEREOF, the Transferor has executed this Irrevocable Stock Power effective as of the ____ day of November, 2012.

In Presence of:

FINANCIAL TRUST COMPANY, INC.

By: _____
Jeffrey E. Epstein
President

TERRITORY OF THE U.S. VIRGIN ISLANDS)

DIVISION OF ST. THOMAS/ ST. JOHN) ss:

Before the undersigned notary personally came Jeffrey E. Epstein, known by the undersigned or properly identified to the undersigned to be the party who executed the foregoing instrument, and such person did acknowledge to the undersigned that such person did execute the foregoing instrument for and as the President of Financial Trust Company, Inc., the Assignor therein, and that by such person's signature on the foregoing instrument, Financial Trust Company, Inc. did execute the same.

Dated: November __, 2012

Notary Public