



F01000004355

ACCOUNT NO. : 072100000032

REFERENCE : 421689 4311859

AUTHORIZATION : *Patricia Pizote*

COST LIMIT : \$ 70.00

FILED
01 AUG 16 PM 3:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : August 14, 2001

ORDER TIME : 11:10 AM

ORDER NO. : 421689-005

CUSTOMER NO: 4311859

700004538517--9

CUSTOMER: Ms. Stephanie Ann Masucci
Torys
237 Park Avenue
20th Floor
New York, NY 10017

FOREIGN FILINGS

NAME: LEITCH INCORPORATED

XXXX QUALIFICATION (TYPE: CO)

BK

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: *Butler* EXT# 1156

EXAMINER: _____

2001 AUG 16 PM 12:14

RECEIVED
DIVISION OF CORPORATIONS
DEPARTMENT OF STATE

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN 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

FILED
01 JUN 16 PM 3:01
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TALLAHASSEE, FLORIDA

1. Leitch Incorporated

(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. 98-0203919

(FEI number, if applicable)

4. 4/20/99

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. May 1, 2001

(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 25 Dyas North York Ontario Canada M3B1V7

(Principal office address)

(Current mailing address)

8. Wholesale Trade

(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: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee

(City)

, Florida 32301

(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.

Corporation Service Company

Judith Morgan

Asst. V.P.

(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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

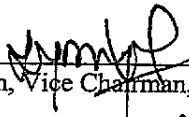
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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. SALIL MUNJAL, VP, GENERAL COUNSEL & CORPORATE SECRETARY
(Typed or printed name and capacity of person signing application)

FILED
01 AUG 16 PM 3:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Officers and Directors of Leitch Incorporated

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TALLAHASSEE, FLORIDA

Margaret Craig	President
Bob Hansen	Senior Vice President Sales
Tom Jordan	Senior Vice President Strategic Relations
Brad Nogar	Vice President & General Manager, Post Production Products
John Edwards	Vice President & General Manager, Server Products
Reg Tiessen	Chief Financial Officer
Salil Munjal	Vice President & General Counsel and Corporate Secretary
David Toews	Vice President Finance & Administration Controller
Gary Clifford	Vice President
Reg Tiessen	Director
John A. MacDonald	Director

Contact information for the Officers and Directors is 150 Ferrand Drive, Suite 700, North York, Ontario, Canada M3C 3E5

State of Delaware
Office of the Secretary of State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "LEITCH INCORPORATED" 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 FOURTEENTH DAY OF AUGUST, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

FILED
01 AUG 16 PM 3:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3031907 8300

AUTHENTICATION: 1295012

010399132

DATE: 08-14-01