

CT CORPORATION SYSTEM

CORPORATION(S) NAME

1) Sypris Test & Measurement, Inc.;

~~2) Sypris Electronics LLC~~

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- | | | |
|--|---|---|
| <input type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> Nonprofit | | |
| <input checked="" type="checkbox"/> Foreign <i>qual.</i> | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| | <input type="checkbox"/> Reinstatement | |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> LLC | <input type="checkbox"/> Name Registration | <input type="checkbox"/> Change of RA |
| | <input type="checkbox"/> Fictitious Name | <input type="checkbox"/> UCC |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Photocopies | <input checked="" type="checkbox"/> CUS |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | | |

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DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32301

Name _____
Availability _____
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Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____

12/21/01

Order#: 5007184

Ref#: _____

Amount: \$ _____

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*****78.75 *****78.75

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222-1092
Fax 850 222-7615

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Sypris Test & Measurement, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Holli N. Lewis, Esq.

(Name of Person)

Wyatt, Tarrant & Combs, LLP

(Firm/Company)

500 West Jefferson Street, Suite 2800

(Address)

Louisville, Kentucky 40202

(City/State and Zip code)

For further information concerning this matter, please call:

Carroll Dunavent

(Name of Person)

at (502) 329-2007

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

☐ \$70.00 Filing Fee

☒ \$78.75 Filing Fee &
Certificate of Status

☐ \$78.75 Filing Fee &
Certified Copy

☐ \$87.50 Filing Fee,
Certificate of Status &
Certified Copy

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**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.*

1. Sypris Test & Measurement, Inc.
(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 3. 59-3497453
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. October 12, 2001 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon qualification
(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. 6120 Hanging Moss Road, Orlando, Florida 32807
(Principal office address)

6120 Hanging Moss Road, Orlando, Florida 32807
(Current mailing address)

8. Any and all purposes which may be conducted or promoted by foreign corporations in the State of Florida.
(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)

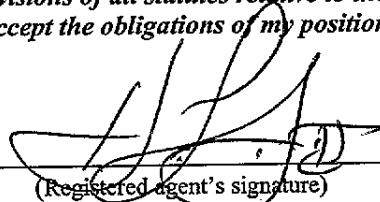
Name: H. L. Singer

Office Address: 6120 Hanging Moss Road

Orlando, Florida 32807
(City) (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.


(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.

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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Jeffrey T. Gill, Sole Director

Address: 101 Bullitt Lane, Suite 450

Louisville, Kentucky 40222

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached listing of officers

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. *Richard L. Davis*

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Richard L. Davis, Vice President

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

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SYPRIS TEST & MEASUREMENT, INC.

**Attachment to Application by Foreign Corporation for
Authorization to Transact Business in Florida**

Item 12 B. OFFICERS:

<u>Office</u>	<u>Name</u>	<u>Address</u>
President	H. L. Singer	6120 Hanging Moss Road Orlando, Florida 32807
Vice President	Richard L. Davis	101 Bullitt Lane, Suite 450 Louisville, KY 40222
Vice President of Finance	Stuart W. Jones	6120 Hanging Moss Road Orlando, Florida 32807
Treasurer	David D. Johnson	101 Bullitt Lane, Suite 450 Louisville, KY 40222
Secretary	Stuart W. Jones	6120 Hanging Moss Road Orlando, Florida 32807
Asst. Secretary	Anthony C. Allen	101 Bullitt Lane, Suite 450 Louisville, KY 40222

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State of Delaware
Office of the Secretary of State

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SYPRIS TEST & MEASUREMENT INC." 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 NINETEENTH DAY OF DECEMBER, A.D. 2001.

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Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1514782

DATE: 12-19-01