



# F02000000676

ACCOUNT NO. : 072100000032

REFERENCE : 319140 4335360

AUTHORIZATION : *Patricia Pizoto*

COST LIMIT : \$ 78.75

ORDER DATE : February 4, 2002

ORDER TIME : 12:34 PM

ORDER NO. : 319140-050

CUSTOMER NO: 4335360

CUSTOMER: Christina Gilpin, Legal Asst  
Reed Smith Llp  
435 Sixth Avenue

Pittsburgh, PA 15219

FOREIGN FILINGS

NAME: VISLINK, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea -- EXT# 1114

EXAMINER: \_\_\_\_\_

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02 FEB -6 PM 2:51  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

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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

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TALLAHASSEE  
STATE OF FLORIDA

1. Vislink, Inc.  
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" 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. 06-1165211  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. July 5, 2000 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. 101 Billerica Avenue, Building 6, North Billerica, MA 01862  
(Principal office address)

101 Billerica Avenue, Building 6, North Billerica, MA 01862  
(Current mailing address)

8. Provide integrated solutions for building automation systems; design, manufacture and market microwave radio systems, and any other lawful business.  
(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, Florida 32301  
(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.*

Deborah D. Skipper

**Deborah D. Skipper**  
**Asst. V. Pres.**

(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 Exhibit A attached

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

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TALLAHASSEE, FLORIDA

B. OFFICERS

President: See Exhibit A attached

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. \_\_\_\_\_

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

**Exhibit A**

**Vislink, Inc.**

**Officers:**

Ian Scott-Gall  
President  
Vislink plc  
Marlborough House  
Charnham Lane  
Hungerford  
Berkshire RG17 OEY  
United Kingdom

Anthony Finizio  
President – MRC Division  
Vislink, Inc.  
101 Billerica Avenue  
Building 6  
North Billerica, MA 01862

Malala Wandrugala  
President – RFT Division  
Vislink, Inc.  
101 Billerica Avenue  
Building 6  
North Billerica, MA 01862

Ian Macfarlane  
President – AAM Division  
Vislink plc  
Marlborough House  
Charnham Lane  
Hungerford  
Berkshire RG17 OEY  
United Kingdom

Robert Lungo  
Treasurer and Secretary  
Vislink, Inc.  
101 Billerica Avenue  
Building 6  
North Billerica, MA 01862

Paul Jordan  
Chief Executive Officer-AAM Division  
One Technology Drive  
Export, PA 15632

**Directors:**

Ian Scott-Gall  
Vislink plc  
Marlborough House  
Charnham Lane  
Hungerford  
Berkshire RG17 OEY  
United Kingdom

Anthony Finizio  
Vislink, Inc.  
101 Billerica Avenue  
Building 6  
North Billerica, MA 01862

James Trumper  
Vislink plc  
Marlborough House  
Charnham Lane  
Hungerford  
Berkshire RG17 OEY  
United Kingdom

Ian Macfarlane  
Vislink plc  
Marlborough House  
Charnham Lane  
Hungerford  
Berkshire RG17 OEY  
United Kingdom

# Delaware

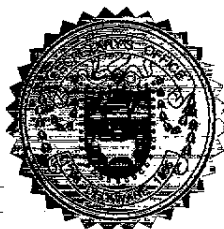
*The First State*

PAGE 01  
FILED  
FEB - 6 PM 3:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "VISLINK, 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 FOURTH DAY OF FEBRUARY, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

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



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

3254657 8300

AUTHENTICATION: 1594280

020071754

DATE: 02-04-02