

F02000001608

TRANSMITTAL LETTER

foreign corp
CC & CUS

TO: Registration Section
Division of Corporations

SUBJECT: ELCOM, 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:

Michael P. Johnson, Esq.
(Name of Person)
Lanier Ford Shaver & Payne P.C.
(Firm/Company)
Post Office Box 2087
(Address)
Huntsville, Alabama 35804
(City/State and Zip code)

400004695634--4
-11/27/01--01077--003
*****87.50 *****87.50
W01-27222
F02-1608
CC & CUS

For further information concerning this matter, please call:

Michael P. Johnson at (256) 535-1100
(Name of Person) (Area Code & Daytime Telephone Number)

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

10

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

02 APR -2 AM 11:32
RECEIVED STATE
DIVISION OF CORPORATIONS

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

Adm. \$3000.00
UBR's 450.00
\$3450.00

400004695634--4
-04/11/02--01070--004
***3450.00 ***3450.00



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

November 29, 2001

MICHAEL P JOHNSON
PO BOX 2087
HUNTSVILLE, AL 35804

SUBJECT: ELCOM, INC.
Ref. Number: W01000027222

We have received your document for ELCOM, INC. and your check(s) totaling \$87.50. However, the document has not been filed and is being retained in this office for the following:

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$3450.00.

Enclosed please find a copy of section 607.1501, 617.1501, or 608.502, Florida Statutes, which lists those activities that do not constitute transacting business in this state. If after reviewing this section you determine erroneous information was inserted on the application, a notarized affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501, 617.1501 or 608.502, Florida Statutes.

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

If you have any questions concerning the filing of your document, please call (850) 245-6097.

Michael Mays
Document Specialist

Letter Number: 401A00063437

LANIER FORD SHAVER & PAYNE P.C.

W. STANLEY RODGERS
JAMES E. DAVIS, JR.
JOHN M. HEACOCK, JR.
FRANK MCRIGHT
JOHN R. WYNN
THOMAS R. ROBINSON
J.R. BROOKS
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ATTORNEYS AT LAW
200 WEST SIDE SQUARE
SUITE 5000
HUNTSVILLE, ALABAMA 35801
(256) 535-1100
FACSIMILE (256) 533-9322
WWW.LFSP.COM

REPLY TO:
P.O. BOX 2087
HUNTSVILLE, ALABAMA 35804

March 21, 2002

WRITER'S DIRECT FAX NUMBER: (256) 535-1135

DANIEL F. BEASLEY *
PAUL B. SEELEY
GREGORY S. MARTIN
MICHAEL P. JOHNSON *
SANDRA P. HOFFPAUIR *
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TAYLOR P. BROOKS
ROBERT N. BAILEY, II
J. CLARK PENDERGRASS
DO TE KIM +**

+ REGISTERED PATENT ATTORNEY
* ALSO ADMITTED IN OTHER JURISDICTIONS
** ADMITTED IN CALIFORNIA ONLY

OF COUNSEL
CHARLES E. SHAVER, JR.
GERALD M. WALSH, PH.D. +
ANITA S. DAMIAN +†

M. H. LANIER (1878-1946)
EARLE R. FORD (1890-1973)
RALPH H. FORD (1916-1986)
JAMES L. CALDWELL (1914-1991)
CHARLES E. SHAVER (1907-1993)
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WRITER'S E-MAIL ADDRESS:
MICHAEL.JOHNSON@LFSP.COM

VIA FEDERAL EXPRESS

Florida Department of State
Registration Section
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

RE: Application by Foreign Corporation for Authorization to
Transact Business in Florida - ELCOM, Inc., FEI #58-1869011.

Dear Sir or Madam:

Enclosed please find the following items necessary to complete ELCOM, Inc.'s, Application by Foreign Corporation for Authorization to Transact Business in Florida:

- ▶ ELCOM, Inc.'s, check in the amount of \$3,450.00 to cover payment of penalties and report fees in arrears;
- ▶ A Resolution of the Board of Directors of ELCOM, Inc., adopting the name "ELCOM, Inc. - Alabama" for use in the State of Florida; and
- ▶ Statement Concerning Authority to Transact Business in Florida by a Foreign Corporation which has been signed by the Chairman of the Board of ELCOM, Inc.

On November 26, 2001, we forwarded a Transmittal Letter and a completed Application by Foreign Corporation for Authorization to Transact Business in Florida on behalf of ELCOM, Inc., an Alabama corporation. At that time we also enclosed an original Certificate of Existence for ELCOM, Inc., issued by the Office of the Alabama Secretary of State, and a check for \$87.50 to cover the filing fee, a Certificate of Status, and a certified copy of the application.

Florida Department of State
Registration Section
Division of Corporations
March 21, 2002
Page Two

In addition, we also provided you with a Designation of Registered Agent and Registered Office for Alien Business Organization or Foreign Corporation executed by Robert E. Jones, who will serve as registered agent for ELCOM, Inc., in the State of Florida and a check in the amount of \$35.00 to cover the filing fee for that document.

If you require any additional information, please do not hesitate to contact me.

Sincerely,

LANIER FORD SHAVER & PAYNE P.C.



Michael P. Johnson

MPJ:lm
Enclosures

c: Stephanie Lynch, ELCOM, Inc.

[lm] R:\MPJ\Elcom\cover letter FL SOS 321.wpd

RESOLUTION OF THE BOARD OF DIRECTORS
OF
ELCOM, INC.

I, the undersigned, KEVIN F. BEEBE, Chairman of the Board of Directors, do hereby
certify that this Resolution of the Board of Directors of ELCOM, INC., a corporation duly
organized and existing under the laws of the State of Alabama, was duly adopted on
March 19, 2002.

BE IT RESOLVED that ELCOM, INC., organized and existing in the State of Alabama,
hereby adopts the name ELCOM, INC. - Alabama, for use in the State of Florida.

DATED: March 19, 2002.



Kevin F. Beebe
Chairman of the Board

RECEIVED
STATE
DIVISION OF REVENUE
02 APR -2 AM 11:33

**STATEMENT CONCERNING AUTHORITY TO TRANSACT BUSINESS IN
FLORIDA BY A FOREIGN CORPORATION**

I, Kevin F. Beebe, the undersigned, do hereby
certify that I am aware that ELCOM INC has not received a valid certificate of
authority to transact business in Florida, as required by s. 607.1501, Florida
Statutes. ELCOM INC does not presently transact business in Florida within the
meaning of s. 607.1501, Florida Statutes and is not required to receive a certificate
of authority to transact business in Florida.

Kevin F. Beebe
(Signature of Officer/Director)

3/19/02
(Date)

Kevin F. Beebe
(Typed or printed name and capacity of person signing)

ELCOM INC
FEI #: 58-1869011

**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. ELCOM, 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. Alabama 3. 58-1869011
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. January 2, 1990 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. June 1, 1998
(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. 4940 Corporate Drive, Suite C, Huntsville, Alabama 35805
(Principal office address)
4940 Corporate Drive, Suite C, Huntsville, Alabama 35805
(Current mailing address)
8. Sales representatives for semiconductor services.
(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: Robert E. Jones

Office Address: 14020 Roosevelt Boulevard, Suite 801

Clearwater

(City)

Florida 33762

(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.

02 APR -2 AM 11:33
SECRETARY OF STATE
DIVISION OF CORPORATE RECORDS

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

A. DIRECTORS

Chairman: Kevin F. Beebe
Address: 4940 Corporate Drive, Suite C
Huntsville, Alabama 35805
Vice Chairman: Rick Bortles
Address: 4940 Corporate Drive, Suite C
Huntsville, Alabama 35805
Director: David Ciampa
Address: 4940 Corporate Drive, Suite C
Huntsville, Alabama 35805
Director: Robert E. Jones
Address: 14020 Roosevelt Boulevard, Suite 801
Clearwater, Florida 33762

B. OFFICERS

President: Kevin F. Beebe
Address: 4940 Corporate Drive, Suite C
Huntsville, Alabama 35805
Vice President: Rick Bortles
Address: 4940 Corporate Drive, Suite C
Huntsville, Alabama 35805
Secretary: Kerry M. Erwin
Address: 4940 Corporate Drive, Suite C, Huntsville, Alabama 35805
Treasurer: Kerry M. Erwin
Address: 4940 Corporate Drive, Suite C, Huntsville, Alabama 35805

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Kevin F. Beebe
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Kevin F. Beebe
(Typed or printed name and capacity of person signing application)

STATE OF ALABAMA

I, Jim Bennett, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

the domestic corporation records on file in this office disclose that Elcom, Inc. incorporated in Madison County, Huntsville, Alabama on January 2, 1990. I further certify that the records do not disclose that said Elcom, Inc. has been dissolved.

02 APR -2 AM 11:34
SECRETARY OF STATE
DIVISION OF CORPORATIONS

In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

November 21, 2001

Date



Jim Bennett

Secretary of State