

F02000001925

TRANSMITTAL LETTER

TO: Registration Section  
Division of Corporations

SUBJECT: REMEC, Inc.  
(Name of corporation - must include suffix)

*foreign corp*

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:

Merrill R. Cannon

500005021345---8  
-02/26/02--01058--001  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

REMEC, Inc. (Name of Person)  
3790 Via de la Valle, Suite 311 (Firm/Company)  
Del Mar, CA 92014 (Address)  
(City/State and Zip code)

W02-5735

For further information concerning this matter, please call:

Merrill R. Cannon at ( 858 ) 505-3401  
(Name of Person) (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

02 APR 17 AM 8:39  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

*F02-1925*



R E M E C

February 25, 2002

**VIA FEDERAL EXPRESS**  
**TRACKING NO. 8324 1305 7166 0215**

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

Re: REMEC, Inc.

Dear Sir/Madam:

Enclosed for recordation, please find the following documents:

1. Transmittal Letter, along with attachment of all Officers and Directors;
2. Certificate of Status; and
3. Check No. 0000028031 dated February 13, 2002 in the amount of \$70.00.

Should you have any questions, comments or concerns in connection with the enclosures, please feel free to contact me at 858-505-3401.

Sincerely,

Merrill R. Cannon  
Corporate Paralegal

Enclosures



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

February 28, 2002

MERRILL R. CANNON  
3790 VIA DE LA VALLE, STE 311  
DEL MAR, CA 92014

SUBJECT: REMEC, INC.  
Ref. Number: W02000005735

We have received your document for REMEC, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

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.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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

Michael Mays  
Document Specialist

Letter Number: 702A00012231

**REMEC**

April 10, 2002

Florida Department of State  
Division of Corporations  
Attn: Michael Mays, Document Specialist  
P.O. Box 6327  
Tallahassee, FL 32314

Re: REMEC, Inc.  
Your No.: W02000005735

Dear Mr. Mays:

As requested in your letter dated February 28, 2002, attached please find an executed copy of the Resolution of Board of Directors adopting the name REMEC Q-Bit, Inc. for use in Florida.

Should you have any questions, comments or concerns, please call me at 858-505-3401.

Sincerely,



Merrill R. Cannon  
Corporate Paralegal

Enclosures

# RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned Donald J. Wilkins, do hereby certify  
(Name)

that this Resolution of the Board of Directors of REMEC, Inc.

(Corporate Name)

a corporation duly organized and existing under the laws of the State of California,

was duly adopted on April 10, 2002.

Be it resolved, that REMEC, Inc.,  
(Corporate Name)

organized and existing in the State of California, hereby adopts the name

REMEC Q-Bit, Inc. for use in Florida.

Dated: April 10, 2002

  
Signature of either Chairman, Vice Chairman or any officer

Donald J. Wilkins, VP, General Counsel & Secretary

Type or print name

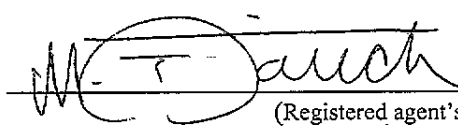
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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

Make checks payable to Florida Department of State and mail to:  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**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. REMEC, 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. California 3. 95-3814301  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. January 26, 1983 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. January 1, 2002  
(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. 3790 Via de la Valle, Suite 311, Del Mar, CA 92014  
(Principal office address)  
3790 Via de la Valle, Suite 311, Del Mar, CA 92014  
(Current mailing address)
8. Manufacture of microwave telecommunications components and subsystems  
(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: CT Corporation System  
Office Address: 1200 South Pine Island Road  
Plantation, Florida 33324  
(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) **M.T. FITZPATRICK**  
**ASSISTANT SECRETARY**

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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DIVISION OF CORPORATIONS  
SECRETARY OF STATE

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

**A. DIRECTORS**

Chairman: Ronald E. Ragland

Address: 3790 Via de la Valle, Suite 311  
Del Mar, CA 92014

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

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

Director: Mark D. Dankberg

Address: 6155 El Camino Real, Carlsbad, CA 92009

Director: Andre R. Horn

Address: 17735 Vineyard Lane  
Poway, CA 92064

**B. OFFICERS**

President: Errol Ekaireb

Address: 3790 Via de la Valle, Suite 311  
Del Mar, CA 92014

Vice President: \_\_\_\_\_

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

Secretary: Donald J. Wilkins

Address: 3790 Via de la Valle, Suite 311, Del Mar, CA 92014

Treasurer: David L. Morash

Address: 3790 Via de la Valle, Suite 311, Del Mar, CA 92014

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

13. \*\* See attachment

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

14. Donald J. Wilkins, VP, General Counsel & Secretary  
(Typed or printed name and capacity of person signing application)

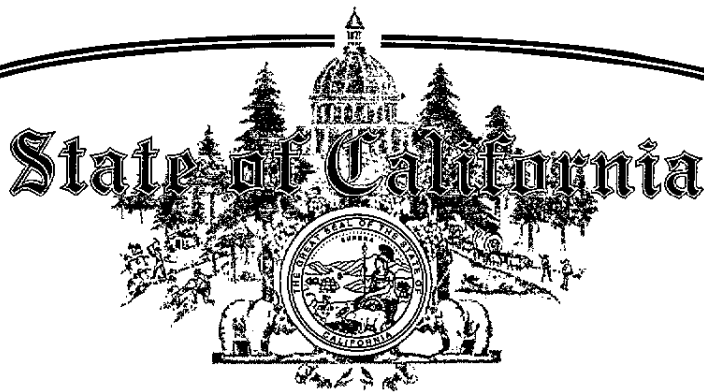
## Officers

Ronald E. Ragland	CEO	3790 Via De La Valle, Del Mar, CA 92014
Errol Ekaireb	President & COO	3790 Via De La Valle, Del Mar, CA 92014
David L. Morash	EVP, CFO	3790 Via De La Valle, Del Mar, CA 92014
Jack A. Giles	EVP, President Defense Products	9404 Chesapeake Drive San Diego, CA 92123
Jon Opalski	EVP, President Mobile Wireless	14020 Stowe Drive, Poway, CA 92064
Bruce R. Anderson	EVP, Manufacturing Operations	14020 Stowe Drive, Poway, CA 92064
Nicholas J.S. Randall	EVP, Corporate Business Dev.	3790 Via De La Valle, Del Mar, CA 92014
H. Clark Hickock	SVP, COO	3790 Via De La Valle, Del Mar, CA 92014
Denny Morgan	SVP, Chief Engineer	9404 Chesapeake Drive San Diego, CA 92123
Donald J. Wilkins	VP, General Counsel & Sec.	3790 Via De La Valle, Del Mar, CA 92014
Chuck Bowman	VP, Business Development	3790 Via De La Valle, Del Mar, CA 92014
David A. Hinkle	VP, Corporate Finance	3790 Via De La Valle, Del Mar, CA 92014
Patrick J. Gray	VP, Corporate Controller	3790 Via De La Valle, Del Mar, CA 92014
Rick Taylor	VP, Information Technology	3790 Via De La Valle, Del Mar, CA 92014

## Directors

Ronald E. Ragland	3790 Via De La Valle, Del Mar, CA 92014
Mark D. Dankberg	6155 El Camino Real, Carlsbad, CA 92009
Andre R. Horn	17735 Vineyard Lane, Poway, CA 92064
Thomas A. Corcoran	9913 Kendale Road, Potomac, MD 20854
William H. Gibbs	28405 Skyline Drive, Steamboat Springs, CO 80487
Jeffrey M. Nash	P.O. Box 910422, San Diego, CA 92191-0422





**SECRETARY OF STATE  
CERTIFICATE OF STATUS  
DOMESTIC CORPORATION**

02 APR 17 AM 8:39  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

I, BILL JONES, Secretary of State of the State of California, hereby certify:

That on the **26th day of January, 1983, REMEC, INC.** became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this  
certificate and affix the Great Seal  
of the State of California this day  
of January 15, 2002.



*Bill Jones*  
BILL JONES  
Secretary of State

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