

**Quarles & Brady** LLP

411 East Wisconsin Avenue  
Milwaukee, Wisconsin 53202-4497  
Tel 414.277.5000  
Fax 414.271.3552  
www.quarles.com

**Attorneys at Law in:**  
Phoenix and Tucson, Arizona  
Naples and Boca Raton, Florida  
Chicago, Illinois (Quarles & Brady LLC)  
Milwaukee and Madison, Wisconsin

Direct Dial: (414) 277-5189  
E-mail: stb@quarles.com

September 27, 2002

VIA OVERNIGHT UPS – Monday delivery

Florida Secretary of State  
Corporation Division  
409 East Gaines Street  
Tallahassee, FL 32399

8000008111358-3  
-09/30/02--01080--006  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

RE: Electronic Solutions d/b/a APW Electronic Solutions, Inc.

Dear Sir/Madam:

Enclosed for filing are the following documents submitted on behalf of the above corporation:

1. Original and one photocopy of Application by Foreign Corporation for Authorization to Transact Business in Florida, together with certified copy of resolution adopting the fictitious name "APW Electronic Solutions, Inc."
2. Certificate of good standing issued by the Nevada Secretary of State.
3. Our check in the amount of \$70 in payment of the filing fees.

Please return a file-stamped copy of the Application to me. A postpaid envelope is provided for your convenience.

Very truly yours,

*Susan Lapinski*

Susan T. Lapinski  
Legal Assistant

Enclosures  
130912.20100

cc: Mr. Robert Poth (w/encl)  
Anthony W. Asmuth III, Esq. (w/encl)

QBMKE\5308176.1

FILED  
02 OCT - 1 PM  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AL

**CERTIFICATION**

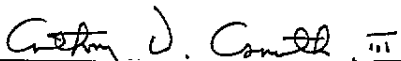
I, the undersigned, Secretary of Electronic Solutions, a Nevada corporation, hereby CERTIFY that the following is a true copy of a resolution duly adopted by the Board of Directors on September 24, 2002, and that such resolution has not been amended and remains in full force and effect:

WHEREAS, it is advisable for the Corporation to qualify to do business as foreign corporation in the State of Florida; and

WHEREAS, there is a name conflict with an existing Florida corporation prohibiting the Corporation from qualifying to do business under its true name and making it necessary to adopt a fictitious name for use in Florida;

NOW, THEREFORE, BE IT RESOLVED, that the Corporation hereby adopts the name "APW Electronic Solutions, Inc." as its fictitious name for use in Florida.

IN WITNESS WHEREOF, I have hereunto subscribed my name this 24<sup>th</sup> day of September, 2002.

  
\_\_\_\_\_  
Anthony W. Asmuth III  
Secretary

FILED  
2002 OCT -1 PM 4:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**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. ELECTRONIC SOLUTIONS, 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. NEVADA 3. 95-2107028  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. SEPTEMBER 8, 1960 5. PERPETUAL  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. UPON QUALIFICATION  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. N22 W23685 RIDGEVIEW PARKWAY WEST  
WAUKESHA, WI 53188-1013  
(Current mailing address)
8. Sales solicitation  
(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  
(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.*

CT Corporation System

Christine M. Eastwine  
(Registered agent's signature)  
CHRISTINE M. EASTWINE, Asst. Sec.

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 addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

FILED  
02 OCT - 1 PM 4:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**A. DIRECTORS (Street address only - P.O. Box NOT acceptable)**

Chairman: SEE ATTACHED LIST

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

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

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

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

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

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

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

FILED  
02 OCT -1 PM 4:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**B. OFFICERS (Street address only - P.O. Box NOT acceptable)**

President: SEE ATTACHED LIST

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

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

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

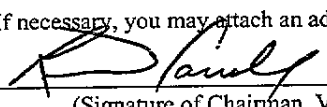
Secretary: \_\_\_\_\_

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)

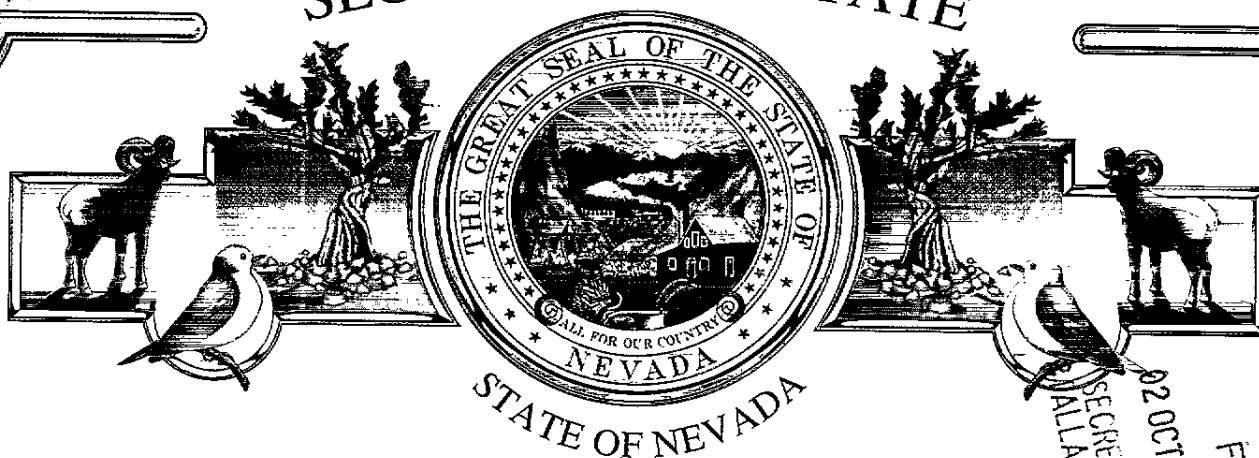
14. Richard D. Carroll, Vice President  
(Typed or printed name and capacity of person signing application)

**ELECTRONIC SOLUTIONS**  
**LIST OF OFFICERS AND DIRECTORS**

<u>Name</u>	<u>Title</u>	<u>Address</u>
Rod Bolton	President	14100 Danielson Street Poway, CA 92064
Todd A. Adams	Vice President and Director	N22 W23685 Ridgeview Parkway West Waukesha, WI 53188-1013
Richard D. Carroll	Vice President and Director	N22 W23685 Ridgeview Parkway West Waukesha, WI 53188-1013
Howard Lederman	Vice President	N22 W23685 Ridgeview Parkway West Waukesha, WI 53188-1013
Michael F. Gasick	Treasurer	N22 W23685 Ridgeview Parkway West Waukesha, WI 53188-1013
Anthony W. Asmuth III	Secretary and Director	411 East Wisconsin Avenue Milwaukee, WI 53202-4497

FILED  
20 OCT 1 PM 4:15  
CLERK OF DISTRICT COURT  
MILWAUKEE, WISCONSIN

# SECRETARY OF STATE



## CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

FILED  
02 OCT -1 PM 4:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, non-profit corporations, corporation soles, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **ELECTRONIC SOLUTIONS**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since September 8, 1960, and is in good standing in this state.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on September 19, 2002.

*Dean Heller*

DEAN HELLER  
Secretary of State

By

*[Signature]*

Certification Clerk