

Doc 100111

F95000000218

C T CORPORATION SYSTEM
Requestor's Name
1311 Executive Center Dr., Ste. 200
Address
Tallahassee, FL 32301 904-656-8298
City State Zip Phone

CORPORATION(S) NAME

Thermax Data Systems Corporation

☒ Profit
☐ NonProfit

☐ Amendment

☐ Merger

☒ Foreign

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of R.A.

☐ Certified Copy

☐ Photo Copies

☐ Fictitious Name

☐ CUS

☐ Call When Ready

☐ Call if Problem

☐ After 4:30

☒ Walk In

☒ Will Wait

☐ Pick Up

☐ Mail Out

Name
Availability
Document Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

6/6/91
300

IF ANY PROBLEMS PLEASE CALL:

HE 11/13
W94-12470
95 JUN 13 AM 11:14
FBI ED
SECRETARY OF STATE
DIVISION OF OPERATIONS

Grumman Corporate Operations

August 8, 1993

Mr. Hart Collins
Senior Corporate Section Administrator
Division of Corporations
Florida Department of State
P.O. Box 6327
Tallahassee, Florida 32314

Re: Grumman Data Systems Corporation Ref# W94000012490

Dear Mr. Collins:

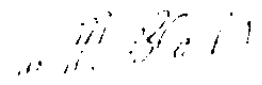
I am counsel to Grumman Data Systems Corporation (GDSC). GDSC is in receipt of your letter to CT Corporation, requesting additional information regarding GDSC's application to register to do business in the State of Florida. I have been instructed by the management of GDSC to respond to your inquiry.

In October, 1993, The Tax Lien Section of your Division sent a request to GDSC to register at that time. Enclosed please find GDSC's response, dated December 20, 1993. While GDSC now wishes to voluntarily register, this in no way alters its original position that GDSC's activities in Florida do not fulfill the statutory requirements for registration.

I am also enclosing an affidavit of Joseph A. DiGiacomo, Treasurer of GDSC, attesting to the facts set forth in my letter of December 20, 1993.

I believe this fulfills all of the requirements of your request. However, if you have any further questions or require additional information, please contact the undersigned at (516) 575-7350.

Very truly yours,


James M. Black II
Corporate Attorney


HC

STATE OF NEW YORK)

) 33. :

COUNTY OF NASSAU)

Joseph A. DiGiacomo, being duly sworn, deposes and says:

1. I am the Treasurer of Grumman Data Systems Corporation (GDSC).

2. I make this affidavit for the purpose of responding to the inquiry raised by the Division of Corporations, Secretary of State, in response to the application of GDSC to register to do business in the State of Florida.

3. GDSC maintains no office in Florida.

4. Thirty-seven GDSC employees are temporarily assigned to the Melbourne, Florida facility of GDSC's affiliate, Grumman Aerospace Corporation (GAC), which is registered to do business in Florida.

5. While these employees technically remain GDSC employees, their day to day responsibilities are in GAC's facilities, supervised by GAC's management.

6. These employees are the only connection GDSC is aware it has with the State of Florida.

7. GDSC does not believe that this creates such a nexus that requires GDSC to register, pursuant to Florida law. As such, up to this date, GDSC has not registered with the Division of Corporations, Florida Secretary of State.

Joseph A. DiGiacomo

Sworn to before me this
5th day of August, 1994

Notary Public

JAMES M. BLACK
Notary Public, State of New York
No. 4887365
Qualified in Nassau County
Commission Expires February 23, 1991

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JAN 13 AM 11:14

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:**

1. GRUMMAN DATA SYSTEMS CORPORATION
(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. 11-2192399
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. May 6, 1969 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. No business transacted to date
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 1111 Stewart Avenue
Bethpage, N. Y. 11714
(Current mailing address)

8. To be placed on State of Florida bidder's list for information
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: C T 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.



(Registered agent's signature)

David W. Nickelsen, Asst. Secy

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.

FILED
STATE
SECRETARY OF CORPORATIONS
DIVISION
JUN 13 AM 11:14

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

A. DIRECTORS

Chairman: NONE

Address: _____

Vice Chairman: NONE

Address: _____

Director: Robert J. Myers

Address: 7 Heather Lane

Lloyd Harbor, NY 11743

Director: Alfred F. Picarelli

Address: 3248 History Drive

Oakton, VA 22124

B. OFFICERS

President: Gerald H. Sandler

Address: 46 Bonnie Drive

Westbury, NY 11590

Vice President: None

Address: _____

Secretary: Patrick Q. Killian

Address: 21 West Meadow Lane Extension

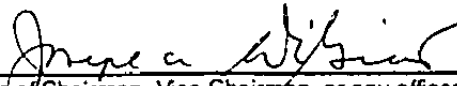
Stony Brook, NY 11790

Treasurer: Joseph A. DiGiacomo

Address: 179 Nassau Lane

Island Park, NY 11558

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. Joseph A. DiGiacomo, Treasurer
(Typed or printed name and capacity of person signing application)

State of Delaware
Office of the Secretary of State

I, WILLIAM T. QUILLEN, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GRUMMAN DATA SYSTEMS CORPORATION" 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 SECOND DAY OF JUNE, A.D. 1994.

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.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JAN 13 AM 11:14



William T. Quillen

William T. Quillen, Secretary of State

0712005 8300

944099593

AUTHENTICATION

7138166

DATE

06-02-94

Document Number Only

F95000000218

C T CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, Florida 32301

City

State

Zip

Phone

CORPORATION(S) NAME

900002217169--S
-06/19/97--01067--017
*****35.00 *****35.00

Grumman Data Systems Corporation

FILED
97 JUN 19 PM 3:20
SECRETARY OF STATE
TALLAHASSEE FLORIDA

- | | | |
|--|--|---|
| <input type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | | |
| <input type="checkbox"/> Limited Liability Company | | |
| <input type="checkbox"/> Foreign | <input checked="" type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of R.A. |
| <input type="checkbox"/> Limited Liability Partnership | | <input type="checkbox"/> Fictitious Name |
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| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | | |

Name
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Updater
Verifier
Acknowledgment
W.P. Verifier

PLEASE RETURN EXTRA COPY(S)
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6/19/97

6/19

Withdrawal

RECEIVED
97 JUN 19 11:40
DIVISION OF CORPORATION

CR2E031 (1-89)

APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL OF AUTHORITY
TO TRANSACT BUSINESS OR CONDUCT AFFAIRS IN FLORIDA

GRUMMAN DATA SYSTEMS CORPORATION

(Name of Corporation)

Delaware

(Incorporated Under Laws Of)

FILED
JUN 19 PM 3:20
SECRETARY OF STATE
TALLAHASSEE FLORIDA

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.

The Corporation Trust Company, 1209 Orange Street

(Mailing Address)

Wilmington, DE 19801

(City - State - Zip)

The corporation agrees to notify the Department of State in the future of any change in its mailing address.

James C. Johnson
Signature

5/29/97
Date

James C. Johnson

Typed or printed name

Secretary

Title