

F9500002352



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DIVISION OF CORPORATION

ACCOUNT NO. : 072100000032

REFERENCE : 598803 86901D

AUTHORIZATION : *Patricia Pizzuto*

COST LIMIT : \$ 122.50

ORDER DATE : May 15, 1995

ORDER TIME : 9:51 AM

ORDER NO. : 598803

300001487249

CUSTOMER NO: 86901D

CUSTOMER: Ms. Regina Clerkin
Prentice Hall Legal &
375 Hudson Street

New York, NY 10014

FOREIGN FILINGS

NAME: FUJINON INC.

PROFIT
 NON-PROFIT

CORPORATE
 LIMITED PARTNERSHIP

QUALIFICATION

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY 15 AM 10:55

mt

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 25, 1995

**EVA G. BONANNO
10 HIGH POINT DRIVE
WAYNE, NJ 07470-7434**

**SUBJECT: FUJINON, INC.
Ref. Number: W9500008804**

**FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY 15 AM 10:55**

We have received your document for FUJINON, INC. and your check(s) totaling \$4070.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

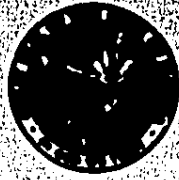
A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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 (904) 487-6097.

Michael Mays
Corporate Specialist

Letter Number: 295A00019459



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

May 1, 1995

EVA G. BONANNO
10 HIGH POINT DRIVE
WAYNE, NJ 07470-7434

SUBJECT: FUJINON, INC.
Ref. Number: W95000008804

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DIVISION OF CORPORATIONS
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We have received your document for FUJINON, INC. and your check(s) totaling \$4070.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

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 (904) 487-6097.

Michael Mays
Corporate Specialist

Letter Number: 495A00020503

TRANSMITTAL LETTER

**TO: QUALIFICATION/REGISTRATION SECTION
DIVISION OF CORPORATIONS**

800001458698
-04/18/95--01038--024
***4070.00 ***4070.00

W95-8804

SUBJECT: FUJINON INC.

(Name of corporation)

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:

EVA G. BONANNO

(Name of Person)

FUJINON INC

(Firm/Company)

10 HIGH POINT DRIVE

(Address)

WAYNE, NJ 07470-7434

(City, State and Zip Code)

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Should you need to call someone concerning this matter, please call:

EVA BONANNO

(Name of Person)

at (201) 633 - 5600

Area Code & Daytime Telephone Number

COURIER ADDRESS:

Qualification/Registration Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Registration Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

**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. FUJINON 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. New York 3. 13-2648718
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 12/73 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 1987
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 10 High Point Drive
Wayne, NJ 07470-7434
(Current mailing address)

8. Wholesale - TV Lenses, fiberoptic equipment, binoculars
(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: The Prentice-Hall Corporation System, Inc.
Office Address: 1201 Hays Street, Suite 105
Tallahassee, Florida, 32301
(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.

Vicki Schuster, Asst. V.P.
The Prentice-Hall Corporation System, Inc.
(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.

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

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Shoichi Takada

Address: 10 High Point Drive

Wayne, NJ 07470-7434

Vice President: Shigehide Tode

Address: 10 High Point Drive

Wayne, NJ 07470-7434

Secretary: Jiro Murase

Address: 399 Park Avenue

New York, NY 10022-4689

Treasurer: _____

Address: _____

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

13. Shoichi Takada *X S. Takada*
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

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

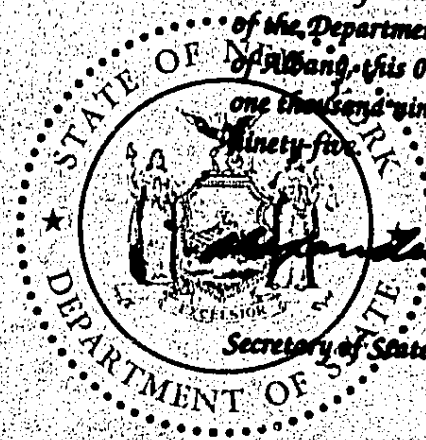
Department of State

I hereby certify, that the certificate of incorporation of FUJINON INC. was filed on 12/13/1973, under the name of FUJINON OPTICAL INC., with perpetual duration, and that I have made a diligent examination of the index of corporation papers filed in this Department for a certificate, order, or record of a dissolution, and upon such examination, I find no such certificate, order or record, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

A Certificate of Amendment FUJINON OPTICAL INC., changing name to FUJINON INC., was filed 12/08/1981.

...

Witness my hand and the official seal
of the Department of State at the City
of Albany, this 09th day of May
one thousand nine hundred and



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DIVISION OF CORPORATIONS

199505100097