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CT CORPORATION SYSTEM

Requestor's Name

660 EAST JEFFERSON STREET

Address

TALLAHASSEE FL 32301 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

300001507268
-06/07/95--01062--003
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DIVISION OF CORPORATIONS
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Catalink Direct Inc

☒ Profit

☐ NonProfit

☐ Limited Liability Company

☒ Foreign

☐ Amendment

☐ Merger

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of R.A.

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**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. Catalink Direct, Inc.
(Name of corporation: must include the word "INCORPORATED," "COMPANY," or "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
(State or country under the law of which it is incorporated)
3. December 29, 1992
(Date of Incorporation)
4. Perpetual
(Duration)
5. 04-3175156
(Federal Employer Identification number, if applicable)
6. Will be approximately July 1, 1995
(Date first transacted business in Florida. See sections 607.1501, 607.1502, and 607.1503 F.S.)
7. Catalink Direct, Inc. 10 Oceana Way, Norwood, MA 02062
(Current mailing address)

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8. Reseller of computers and related products
(Brief description of the nature of the business in which it is engaged in the state of Florida)

9. Names and street addresses of officers and or directors:

A. Directors:

Chairman: SEE ATTACHED LIST OF DIRECTORS

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

9. Officers:President: SEE ATTACHED LIST OF OFFICERS

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

(If needed, you may attach an addendum to the application listing additional officers and/or directors.)

10. Name and Street address of Florida registered agent:Name: CT Corporation

Office Address: _____

_____, Florida _____

Zip Code

11. 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: _____




(Officer)

PATRICIA A. CANARIO,

(Typed Name and Title of Officer)

12. 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.

13. 
(Signatures of Chairman, Vice Chairman, or any officer listed in number 9 of the application)

14. Laurence F. Mulhern, Vice President, Chief Financial Officer

(Name and capacity of person signing application)

**Officers of
Catalink Direct, Inc.**

1. Robert J. Crowell, Chairman and Chief Executive Officer
10 Oceana Way
Norwood, MA 02062
2. John R. Kovalcik, Jr., President
111 Sinclair Street
Bristol, PA 19007
3. David B. Wolf, Senior Vice President
10 Oceana Way
Norwood, MA 02062
4. Laurence F. Mulhern, Executive Vice President, Chief Financial Officer, Treasurer, and Secretary
10 Oceana Way
Norwood, MA 02062
5. John E. Halnen, Vice President of Operations
10 Oceana Way
Norwood, MA 02062
6. William T. Murray, Vice President, Marketing
10 Oceana Way
Norwood, MA 02062
7. Bertrand Gastonguay, Vice President, Catalog Management
10 Oceana Way
Norwood, MA 02062
8. Andres Escallon, Vice President and Chief Technology Officer
10 Oceana Way
Norwood, MA 02062
9. Ben Schugar, Vice President, Partnership Marketing
10 Oceana Way
Norwood, MA 02062
10. Andrew A. Magioncalda, Vice President, Sales
10 Oceana Way
Norwood, MA 02062

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**DIRECTORS OF
CATALINK DIRECT, INC.**

1. Robert J. Crowell, Chairman
10 Oceana Way
Norwood, MA 02062
2. John R Kovalcik Jr.
10 Oceana Way
Norwood, MA 02062
3. William Smith
10 Oceana Way
Norwood, MA 02062
4. Richard J. Harries Jr.
10 Oceana Way
Norwood, MA 02062
5. John W. Ortiz
10 Oceana Way
Norwood, MA 02062
6. J. Richard Cordsen
10 Oceana Way
Norwood, MA 02062

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CATALINK DIRECT, INC." 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 FIRST DAY OF JUNE, A.D. 1995.

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.

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DIVISION OF CORPORATIONS
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Edward J. Freel

Edward J. Freel, Secretary of State

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DATE:

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06-01-95

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CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

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TALLAHASSEE, FLORIDA

Catalink Direct, Inc. Cf. 35

changing its name to:

Elcom International, Inc.

600001658246

12/11/95 01000 807

*****35.00 *****35.00

☐ Profit

☐ NonProfit

☒ Amendment

☐ Merger

☐ Foreign

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CR2E031 (1-89)

**APPLICATION BY FOREIGN CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN
FLORIDA**

SECTION I (1-3 must be completed)

1. Catalink Direct, Inc.
Name of corporation as it appears within the records of the Department of State.

2. Incorporated under laws of: Delaware

3. Date authorized to do business in Florida: June 7, 1995

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TALLAHASSEE, FLORIDA

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation?

November 6, 1995

5. Name of corporation after the amendment, adding suffix "corporation," "company," "incorporated," or appropriate abbreviation, if not contained in new name of the corporation:

Elcom International, Inc.

6. If the amendment changes the period of duration, indicate new period of duration.

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.



Signature
Name and Title

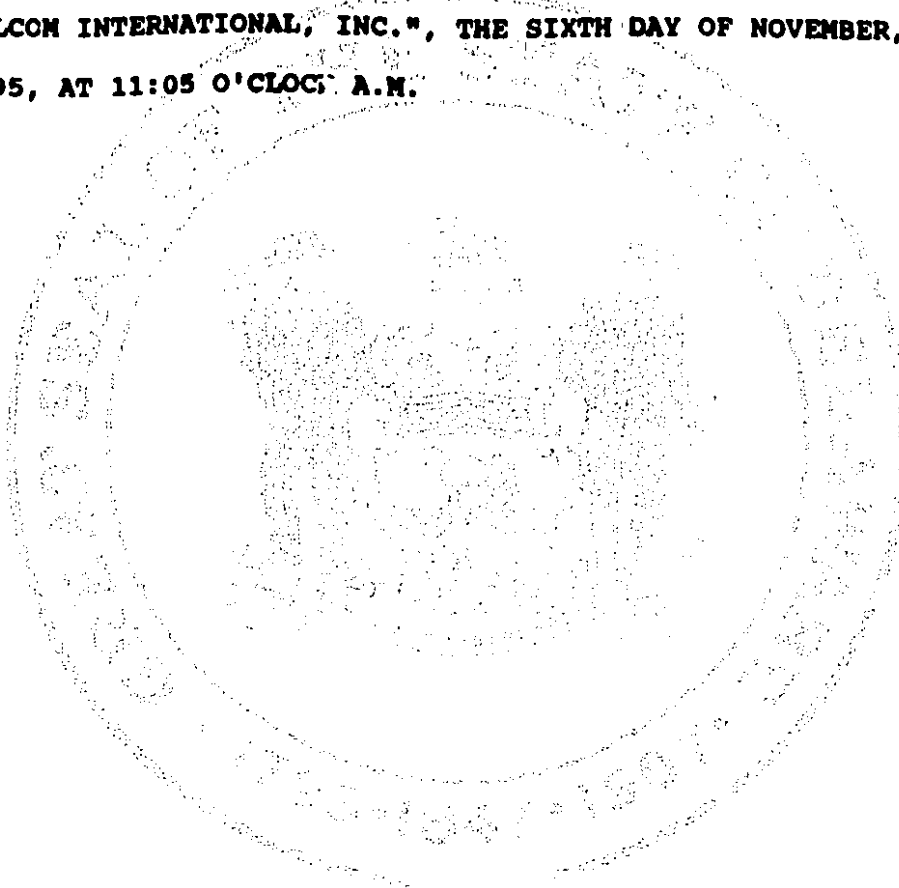
Laurence F. Mulhern, ^{Corporate} Executive Vice President

November 20, 1995

Date

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "CATALINK DIRECT, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "ELCOM INTERNATIONAL, INC.", THE SIXTH DAY OF NOVEMBER, A.D. 1995, AT 11:05 O'CLOCK A.M.




Edward J. Freel, Secretary of State

2320821 8320

950269786

AUTHENTICATION:

DATE:

7718717

11-20-95