

CorpAmerica^{INC.}



Corporate Services / Specializing in Delaware

F95000003762

30 Old Rudnick Lane • Dover, Delaware 19901

(302) 736-4300 • Toll Free: (888) 736-4300 • Fax: (302) 736-4301

<http://www.CorpAmerica.com> • <http://www.LawService.com>

January 15, 1999

Corporate Records Bureau
Division of Corporations
Department of State
409 E. Gaines Street
Tallahassee, FL 32399

500002748875--2
-01/21/99--01075--008
*****35.00 *****35.00

Re: COMMUNICATIONS & POWER INDUSTRIES, INC.

Dear Corporations:

Enclosed please find an original and one copy of the Statement of Change of Registered Office and Registered Agent which we wish to have filed in the State of Florida. Also enclosed is our check for \$35 to cover the required filing fees.

Please return the stamped filed copy to:

CorpAmerica, Inc.
P.O. Box 811
Dover, DE 19903-0811

Please call if there are any questions or problems. Thank you very much for your assistance.

Sincerely,

Barbara O. Frebert

Barbara O. Frebert
Senior Corporate Specialist

BOF:wp

RA Change
1-27-99
CC



Florida Department of State, Jim Smith, Secretary of State

**STATEMENT OF CHANGE OF REGISTERED OFFICE
OR REGISTERED AGENT, OR BOTH**

Pursuant to the provisions of Sections 607.034 and 607.037, Florida Statutes, the undersigned corporation, organized under the laws of the State of Delaware, submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is: COMMUNICATIONS & POWER INDUSTRIES, INC.

1a. Date of incorporation June 12, 1995 Document number _____

2. The name and address of the present registered agent and office:

CT Corporation System

1200 South Pine Island Road, Plantation, FL 33324

3. The name and address of the successor registered agent and office:
(P. O. BOX NOT ACCEPTABLE)

CorpAmerica, Inc.

1525 South Andrews Avenue, Suite 216, Fort Lauderdale, FL 33316

The address of its registered agent and the address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors.

SIGNATURE [Signature]
(President or Vice President)

DATE DEC 22 1998

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE [Signature]
(Registered Agent)

FILING FEE: ~~\$25.00~~

DATE Jan 13, 1999