

F96000004571

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: LORD & COMPANY, INC.
(Name of corporation - must include suffix)

100001940041
03/05/96=01085--007
*****78.75 *****78.75

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:

Katherin D. Chambers
(Name of Person)

LORD & COMPANY, INC.
(Firm/Company)

8811 Sudley Road
(Address)

MANASSAS, VA 20110
(City/State/Zip)

LR 9/6

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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

Katherin D. Chambers at (703) 631-6843
(Name of Person) (Area Code & Daytime Telephone Number)

COURIER ADDRESS:

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

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

Dear Sir or Madam:

This will acknowledge your recent request for the form and instructions to register a foreign profit corporation to transact business in Florida. The requirements are as follows:

- > Pursuant to section 607.1503(1), Florida Statutes, the attached application must be completed in its entirety.
- > The corporation must submit an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of corporate records in the state or country under the law of which it is incorporated. A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.
- > There is a \$70.00 registration fee.
- > Please submit an additional \$8.75 if a certificate of status is needed. The fee for a certified copy is \$52.50. Please send one check for the total amount made payable to the Florida Department of State.
- > The transmittal letter included in this packet should be completed and submitted along with the certificate, application and check. Both the mailing address and courier address are noted in the transmittal letter.

A letter of acknowledgement will be issued free of charge upon registration.

Any further inquiries concerning this matter should be directed to the Qualification/Tax Lien Section by calling (904) 487-6091 or writing Qualification/Tax Lien Section, Division of Corporations, P. O. Box 6327, Tallahassee, FL 32314.



8811 Sudley Road, Manassas, VA 20110-4728
Tel. 703-631-6843 • Fax 703-368-8026

Offices
Baltimore, Maryland
Baltimore, Maryland
Baltimore, Maryland
Baltimore, Maryland
Baltimore, Maryland

September 4, 1996

Qualification/Tax Lien Section
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

RE: Application by Foreign Corporation for Authorization to Transact Business
In Florida

Dear Sir or Madam:

Thank you for the opportunity to complete the above referenced application to transact business in Florida. Enclosed please find the completed application form and other required information:

- ◆ Transmittal Letter
- ◆ Application by Foreign Corporation for Authorization to Transact Business in Florida, questions 1-14
- ◆ Certificate Designating Place of Business or Domicile for the Service of Process within Florida, Naming Agent Upon Process May be Served
- ◆ Statement of Written Consent of The Directors and the Shareholders of Lord & Company, Inc. A Resolution, dated August 28, 1996
- ◆ State of Alabama Department of Revenue No. D 03796 Certificate of Good Standing Domestic Corporation, dated July 9, 1996
- ◆ Check payable to Florida Dept of State #1574 in the amount of \$78.75, dated August 29, 1996 for Registration Fee and Certificate of Status

Your comments and questions are welcomed, please contact me at any time for further information. Thank you again for your efforts and interest on behalf of our company.

Cordially,

Katherin D Chambers

Katherin D. Chambers
Contracts, Business Development Director

Enclosure

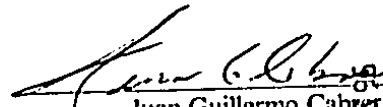
STATEMENT OF WRITTEN CONSENT OF
THE DIRECTORS AND THE SHAREHOLDERS OF
LORD & COMPANY, INC.

I, the undersigned, being all of the Directors and the Shareholder of Lord & Company, Inc., a corporation organized and existing under the laws of the State of Alabama, by and in accordance with Code of Alabama, 1975, Sections 10-2A-100 and 10-2A-113, hereby consent to the adoption of the following resolution:

"BE IT RESOLVED, That Lord & Company, Inc.
organized and existing in the State of Alabama hereby
adopts the name Lord & Company, Inc. of VA for use
in Florida."

This unanimous written consent is to be placed with the minutes of the proceedings of the Corporation and it is to be fully effective as if enacted at meetings of Stockholders and Directors duly called and held.

WITNESS this 28th day of August, 1996.


Juan Guillermo Cabrera
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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. LORD & COMPANY, 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. ALABAMA

(State or country under the law of which it is incorporated)

3. 630821854

(FBI number, if applicable)

4. 03-01-82

(Date of Incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. N/A

(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))

7. 8811 SUDLEY ROAD

Manassas, VA 20110

(Current mailing address)

8. Instrumentation & Control Systems and RF (wireless) Communications

(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida) Systems

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: Larry Wolfe

Office Address: 200-A John Knox Road

Tallahassee

, Florida, 32303-6643

(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.

see attached

(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.

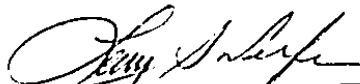
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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON PROCESS MAY BE SERVED.

In compliance with Section 607.1507, Florida Statutes, the following is submitted:

First, this LORD & COMPANY INC. desiring to
organize under the laws of the state of Florida with its principal place of business located in the
city of Tallahassee, State of Florida, has named Larry Wolfe
located at 200 - A John Knox Road, Tallahassee FL 32303-6643 as its agent for service of
process within Florida.

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.



Larry Wolfe

September 3, 1996

Date

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

A. DIRECTORS (Street address only- P. O. Box **NOT** acceptable) ^{DIRECTOR & OFFICERS -}

Chairman: Juan Guillermo Cabrera

Address: 8811 SUDLEY ROAD
MANASSAS VA 20110

Vice Chairman: Juan Guillermo Cabrera

Address: above

Director: Juan Guillermo Cabrera

Address: above

Director: Juan Guillermo Cabrera

Address: above

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

President: Juan Guillermo Cabrera

Address: above

Vice President: Juan Guillermo Cabrera

Address: above


Secretary: Juan Guillermo Cabrera

Address: above

Treasurer: Juan Guillermo Cabrera

Address: above

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. Juan Guillermo Cabrera, President & CEO.
(Typed or printed name and capacity of person signing application)

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DIVISION OF CORPORATIONS



NO. D 03796

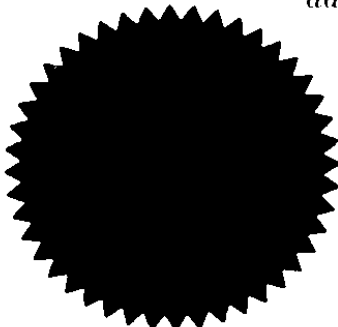
State of Alabama
Department of Revenue

*Certificate of Good Standing
Domestic Corporation*

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SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS

I, Ernest J. Broadhead, Chief of the Corporate Tax Division of the Alabama Department of Revenue, hereby certify that the records of said Alabama Department of Revenue show that LORD & COMPANY INC., a domestic corporation, incorporated in Jefferson County on March 1, 1982 has to date made all returns and paid all domestic corporation franchise tax and permit fee due as required by Section(s) 40-14-22 and 40-14-40 Code of Alabama 1975, and is in good standing as a domestic corporation.

IN WITNESS WHEREOF, I hereunto set my hand this
date of July 9, 1996



Ernest J. Broadhead
Chief, Corporate Tax Division

ATTEST:

[Signature]
Secretary