

F 96000005729

1201 HAYS STREET
TALLAHASSEE, FL 32301-3607
TAL 904-203-0390 FAX

800-333-8086



ACCOUNT NO. : 072100000032
REFERENCE : 142582 4326408
AUTHORIZATION : *Patricia Pizzuti*
COST LIMIT : \$ 122.50

ORDER DATE : November 4, 1996
ORDER TIME : 11:33 AM
ORDER NO. : 142582-010
CUSTOMER NO: 4326408

400001995274--2

CUSTOMER: Ms. Debbie Ferguson
Coughlin & Gerhart
P.O. Box 2039
One Marine Midland Plaza
Binghamton, NY 139022039

g/11/4

FOREIGN FILINGS

NAME: VECTRON LABORATORIES, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- XX CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

FILED
96 NOV -4 PM 3:27-4 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA CONFIRMATION

**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. Vectron Laboratories, 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. Delaware 3. 16-1420936
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. May 6, 1996 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. upon filing of this application
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 607.1503, F.S.))

7. P.O. Box 5160, 166 Glover Avenue
Norwalk, CT 06856-5160
(Current mailing address)

8. manufacturing electronic components
(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: Corporation Service Company

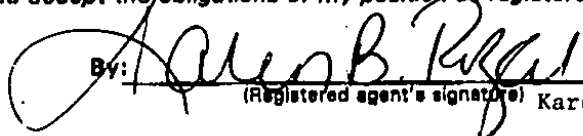
Office Address: 1201 Hayes Street

Tallahassee, Florida, 32301
(Zip Code)

FILED
96 NOV -4 P 3:27
SECRETARY OF STATE
TALLAHASSEE
FLORIDA

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.

By: 
(Registered agent's signature) Karen B. Rozar, As Agent

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.

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

A. DIRECTORS

Chairman: John E. Pomeroy
Address: 416 Murray Hill Road, Vestal, NY 13850

Vice Chairman: _____
Address: _____

Director: Robert A. Livingston
Address: 2613 Pine Bluff Drive, Vestal, NY 13850

Director: Terence W. Ede
Address: 19 Coachman Lane, Bethany, CT 06524

B. OFFICERS- See Attached List

President: _____
Address: _____


Vice President: _____
Address: _____

Secretary: _____
Address: _____

Treasurer: _____
Address: _____

96 NOV -4 PM 3:27
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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. Ronald DeBacco, Vice President and Controller
(Typed or printed name and capacity of person signing application)

**VECTRON LABORATORIES, INC.
OFFICERS**

President	Terence W. Ede 19 Couchman Lane Bethany, CT 06524-3334
Vice President & General Manager	Ronald D. Stephens 12 Meadowbrook Road Newtown, CT 06470
Vice President & Controller	Ronald DeBacco 228 Overlook Avenue Belleville, NJ 07109
Vice President	Alfred Suesser 140 Meadbrook Road Garden City, NJ 11530
Vice President	Walter Hilinski 108 Old Dyke Road Trumbull, CT 06611
Vice President	Larry Jawitz 20 Southpond Circle Cheshire, CT 06410
Vice President	Stanley Tulgan 48 Douglas Drive Norwalk, CT 06850
Vice President	Michael Dolivo 40 Spoke Drive Shelton, CT 06484
Secretary	Robert A. Livingston 2613 Pine Bluff Drive Vestal, NY 13850
Assistant Secretary	Robert G. Kuhbach 80 East End Avenue, Apt. 19C New York, NY 10028
Controller	Jerry Coords 221 Lakeview Drive Fairfield, CT 06432

FILED
96 NOV -4 PM 3:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

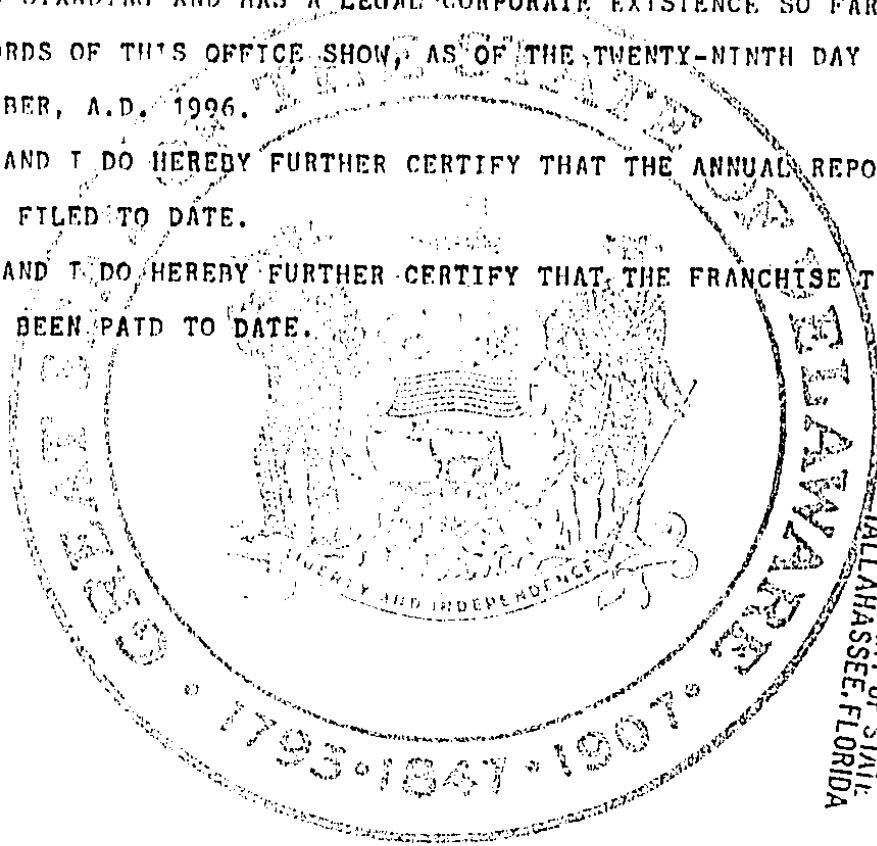
State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "VECTRON LABORATORIES, 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 TWENTY-NINTH DAY OF OCTOBER, A.D. 1996.

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.



96 NOV -4 PM 3:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED



Edward J. Freel

Edward J. Freel, Secretary of State

2304222 8300

960313482

AUTHENTICATION: 8166890

DATE: 10-29-96