

F97080001075

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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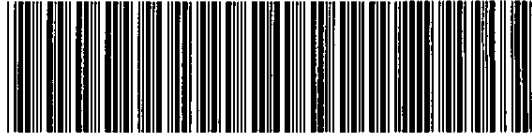
(Business Entity Name)

(Document Number)

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08 MAY -8 PM 4:10

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

N.C.

G. Godette MAY 13 2008

## COVER LETTER

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** Elliott Energy Systems, Inc.  
(Name of Corporation)

**DOCUMENT NUMBER:** F97000001075

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Andrea Matiauda  
(Name of Contact Person)

Calnetix, Inc.  
(Firm/Company)

12880 Moore Street  
(Address)

Cerritos, Ca 90703  
(City/State and Zip Code)

For further information concerning this matter, please call:

Andrea Matiauda at ( 562 ) 293-1362  
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- |   |  |   |  |
|---|--|---|--|
| <input type="checkbox"/> \$35.00 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certified Copy<br>(Additional copy is<br>enclosed) | <input checked="" type="checkbox"/> \$52.50 Filing Fee,<br>Certificate of Status &<br>Certified Copy<br>(Additional copy is<br>enclosed) |
|---|--|---|--|

**Mailing Address:**  
Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address:**  
Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

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

(Pursuant to s. 607.1504, F.S.)

**SECTION I**  
**(1-3 MUST BE COMPLETED)**

F97000001075

(Document number of corporation (if known))

1. ELLIOTT ENERGY SYSTEMS, INC.

(Name of corporation as it appears on the records of the Department of State)

2. DELAWARE

(Incorporated under laws of)

3. FEBRUARY 5, 1997

(Date authorized to do business in 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? APRIL 29, 2008

5. CALNETIX POWER SOLUTIONS, INC.

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

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)


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

\_\_\_\_\_  
(New duration)

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

\_\_\_\_\_  
(New jurisdiction)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.

  
(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

**BRADLEY GARNER**

(Typed or printed name of person signing)

**DIRECTOR**

(Title of person signing)

**FILED**  
**08 MAY - 8 PM 4:10**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "ELLIOTT ENERGY SYSTEMS, INC.", CHANGING ITS NAME FROM "ELLIOTT ENERGY SYSTEMS, INC." TO "CALNETIX POWER SOLUTIONS, INC.", FILED IN THIS OFFICE ON THE TWENTY-NINTH DAY OF APRIL, A.D. 2008, AT 12:54 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



2625353 8100

080482402

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6556480

DATE: 04-29-08

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 12:54 PM 04/29/2008  
FILED 12:54 PM 04/29/2008  
SRV 080482402 - 2625353 FILE

**CERTIFICATE OF AMENDMENT  
OF  
CERTIFICATE OF INCORPORATION  
OF ELLIOTT ENERGY SYSTEMS, INC.**

The undersigned hereby certify that:

1. They are the president and secretary, respectively, of Elliott Energy Systems, Inc., a Delaware corporation.
2. Article FIRST of the Certificate of Incorporation of this corporation (the "Certificate") is amended in its entirety to read as follows:

"FIRST: The name of this corporation is CALNETIX POWER SOLUTIONS, INC."

3. Article TENTH of the Certificate is amended in its entirety to read as follows:

"TENTH: The Corporation shall indemnify each person who is or was a director, officer, employee or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, or is or was a director, officer, employee or agent of a foreign or domestic corporation that was a predecessor corporation of this corporation or another enterprise at the request of the predecessor corporation to the fullest extent permitted by Section 145 of the General Corporation Law of Delaware, as amended. The indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaw, agreement, vote of stockholders or disinterested directors or otherwise, both as to action in an official capacity and as to action in another capacity while holding such office, and such indemnification shall continue as to a person who has ceased to be such a person and shall inure to the benefit of the heirs, executors and administrators of such a person.

Any amendment, repeal or modification of the foregoing provisions of this paragraph TENTH shall not adversely affect any right or protection of a director, officer, agent or other person existing at the time of, or increase the liability of any director of this corporation with respect to any acts or omissions of such director, officer or agent occurring prior to, such amendment, repeal or modification.

4. The Certificate is amended to include Article ELEVENTH as follows:

ELEVENTH: A director of this corporation shall not be personally liable to the corporation or its stockholders for monetary damages for the breach of any fiduciary duty as a director, except (i) for any breach of the director's duty of

loyalty to the corporation or its stockholders, (ii) for acts or omissions not in good faith or that involve intentional misconduct or a knowing violation of law, (iii) under Section 174 of the General Corporation Law of Delaware, as the same exists or hereafter amended, or (iv) for any transaction from which the director derived an improper personal benefit. If the General Corporation Law of Delaware is amended after the date hereof to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the corporation shall be eliminated or limited to the fullest extent permitted by the General Corporation Law of Delaware, as amended.

Any repeal or modification of the foregoing paragraph by the stockholders of the corporation shall be prospective only, and shall not adversely affect any limitation on the personal liability of a director of the corporation existing at the time of such repeal or modification."

6. The foregoing amendment of the Certificate has been duly approved by the Board of Directors.

7. The foregoing amendment of the Certificate has been duly approved by the sole stockholder of the corporation in accordance with Section 242 of the General Corporation Law of Delaware.

The undersigned further declare under penalty of perjury under the laws of the State of Delaware that the matters set forth in this certificate are true and correct of our own knowledge.

Dated: April 16, 2008

  
Antoine Aoun, President

Dated: April 16, 200

  
Andrea Matiauda, Secretary