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FARRAND, COOPER & BRUINIERS

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San Francisco, CA 94104
(415) 399-0600, Fax (415) 677-2950

ENCLOSURE MEMO

DATE: November 7, 1997

TO: Florida Department of State

700002352507--7
-11/20/97--01009--019
*****70.00 *****70.00

RE: Wong's Circuits Corporation
A California Corporation

W97-26247

ENCLOSED: Original and one copy of Application by Foreign Corporation for
Authorization to Transact Business in Florida, Certificate of Good
Standing from the State of California, and check.

Please return the qualification documents in the envelope enclosed. If you
have any questions, please call me collect at 415-399-0600. Thank you.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC 16 AM 8:50

FARRAND, COOPER & BRUINIERS

By: Nancy A. Jarvis/kg

mtu
12/16



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

November 20, 1997

FARRAND, COOPER & BRUINIERS
ATTORNEYS AT LAW
235 MONTGOMERY ST., STE 1035
SAN FRANCISCO, CA 94104

SUBJECT: WONGS CIRCUITS CORPORATION
Ref. Number: W97000026247

We have received your document for WONGS CIRCUITS CORPORATION and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$1165.00.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501 or 617.1501, Florida Statutes.

If you have any questions concerning the filing of your document, please call (850) 487-6097.

Michael Mays
Document Specialist

Letter Number: 697A00055699

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AFFIDAVIT

Re Application by Wong's Circuits Corporation for Authorization to Transact Business in Florida

I declare under penalty of perjury under the laws of the State of California and of the United States that the following is true and correct:

1. I am the Secretary of Wong's Circuits Corporation, a California corporation, FEIN #77-0414310 ("WCC"). I am also the Secretary of Wong's International (USA) Corporation, a California corporation, FEIN 77-0102521 ("WIU"). The address of both corporations is 891 Maude Avenue, Mountain View, CA 94043. These are sister corporations with related ownership.

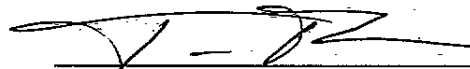
2. On October 28, 1996, WIU was granted a certificate of authority to do business by the Florida Department of State.

3. In the fall of 1997, the corporate officers realized that a mistake had been made and that the corporation that required authorization to do business in Florida was WCC, not WIU. An application was immediately forwarded for authorization in the name of WCC, the entity actually doing business there.

4. All taxes for 1996 have been paid by WCC, which has submitted Florida Form F 1120 to the Florida Department of Revenue.

5. WCC requests waiver of the penalty fee due to mistake and good faith compliance by payment of taxes incurred by WCC's activities in the State of Florida. The erroneous information on the original application was through misdesignation of the responsible entity.

Date: December 12, 1997



Terence L. Bruiniers, Secretary
Wong's Circuits Corporation
Wong's International (USA) Corporation

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:

1. WONG'S CIRCUITS CORPORATION
(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. CALIFORNIA 3. 77-0414310
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 11/2/95 5. PERPETUAL
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. JULY 1996
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))
7. 891 MAUDE AVENUE, ATTN.: PATRICK LAM
MOUNTAIN VIEW, CA 94043
(Current mailing address)
8. ANY LAWFUL BUSINESS ACTIVITY
(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: PETER J. CODELLA

Office Address: 9017 NW 20th MANOR

CORAL SPRINGS

Florida, 33071

(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.

By: Peter J. Codella
(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.

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

A. DIRECTORS SEE ATTACHED

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS SEE ATTACHED

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

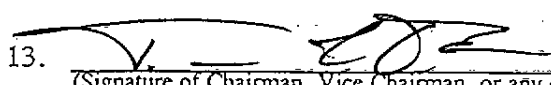
Address: _____

Treasurer: _____

Address: _____

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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. Terence L. Bruiniers, Secretary
(Typed or printed name and capacity of person signing application)

Application by Foreign Corporation for Authorization to Transact Business in Florida

Entity: Wong's Circuits Corporation

Item 12

A. Incumbent Directors

Wong Wah San	891 Maude Avenue, Mountain View, CA 94043
Wong Chung Ah, Johnny	891 Maude Avenue, Mountain View, CA 94043
Wong Chung Yin, Michael	891 Maude Avenue, Mountain View, CA 94043
Wong Chung Mat, Benedict	891 Maude Avenue, Mountain View, CA 94043
Chan Tsze Wah, Gabriel	891 Maude Avenue, Mountain View, CA 94043

B. Incumbent Officers

President	Paulus Chan	891 Maude Avenue, Mountain View, CA 94043
Vice President	Lawrence Tan	891 Maude Avenue, Mountain View, CA 94043
Secretary	Terence L. Bruiniers	891 Maude Avenue, Mountain View, CA 94043
Treasurer	Paulus Chan	891 Maude Avenue, Mountain View, CA 94043

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State of California

SECRETARY OF STATE

CERTIFICATE OF STATUS DOMESTIC CORPORATION

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That on the 2nd day of November, 19 95,

WONGS CIRCUITS CORPORATION

became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

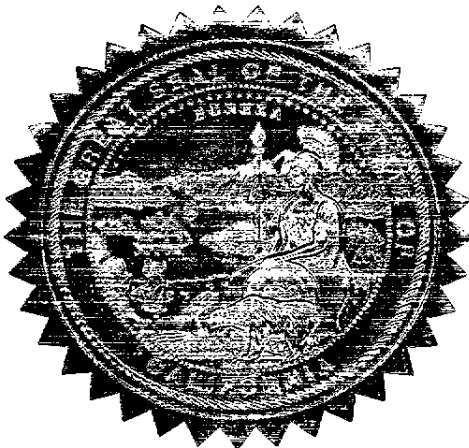
That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

November 5, 1997



Bill Jones

Secretary of State