

F980000001654

Document Number Only

CT CORPORATION SYSTEM

660 EAST JEFFERSON STREET

Requestor's Name
TALLAHASSEE, FL 32301

Address
222-1092

City State Zip Phone

CORPORATION(S) NAME

600002467626--8

-03/25/98--01002--026

*****70.00 *****70.00

600002467626--8

-03/25/98--01002--027

***1150.00 ***1150.00

ERIM International, Inc.

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DIVISION OF CORPORATION

☒ Profit
☐ NonProfit
☐ Limited Liability Co.

☐ Amendment

☐ Merge

☒ Foreign

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of R.A.

☐ Fictitious Name Filing

☐ Certified Copy

☐ Photo Copies

☐ CUS

☐ Call When Ready

☐ Call if Problem

☐ After 4:30

☒ Walk In

☐ Will Wait

☒ Pick Up

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Name
Availability

Document
Examiner

Updater

Verifier

Acknowledgment

W.P. Verifier

MAR 24 1998

Thanks,
Jeff

mtm
3/24

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. ERIM INTERNATIONAL, 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. Michigan

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

3. 38-3341513

(FEI number, if applicable)

4. February 28, 1997

(Date of incorporation)

5. Perpetual

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

6. May 1, 1997

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))

7. P.O. Box 134008, Ann Arbor, Michigan 48113-4008

(Current mailing address)

8. See attached purpose clause

(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: C T Corporation System

Office Address: c/o C T Corporation System, 1200 South Pine Island Road

Plantation, Florida, 33324

(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.

C T Corporation System

Claudia L. Saari

(Registered agent's signature) (Officer)

CLAUDIA L. SAARI - Asst. Secy.

(Type Name and Title of Officer)

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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: See attached list of directors

Address: _____

Vice Chairman: See attached list of directors

Address: _____

Director: See attached list of directors

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached list of officers

Address: _____

Vice President: _____

Address: _____

Secretary: _____

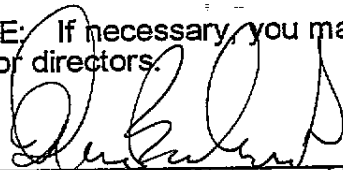
Address: _____

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Treasurer: _____

Address: _____

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. Walter E. Vashak, Secretary _____
(Typed or printed name and capacity of person signing application)

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Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Purpose Clause of
ERIM INTERNATIONAL, INC.**

The purposes for which the Corporation is organized are (i) to conduct scientific research and perform related services for the government of the United States or any of its agencies or instrumentalities, for any state or political subdivision, agency or instrumentality thereof or for any other governmental or non-governmental entity, (ii) to identify, create, develop, manufacture and deploy technology- based systems, products and services to meet the needs of governmental and non-governmental entities, or of society at large, and (iii) to engage generally in scientific and engineering research and development activities and related businesses flowing therefrom.

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ERIM INTERNATIONAL, INC.

DIRECTORS

Banks, Dr. Peter M., Chrmn./Pres./CEO
ERIM International, Inc.
1975 Green Road
Ann Arbor, MI 48105
(734) 994-1200, Ext. 3590
(734) 994-6070 (Fax)
pbanks@erim-int.com

Eidswick, Mr. Richard P.
Managing Director
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deidswick@arborpartners.com

Hood, Mr. Robert H., Jr.
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Ponte Vedra Beach, FL 32082
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(904) 280-1589 (Office)
(904) 280-1590 (Fax)

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james@lemke.com

Nicklin, Mr. F. Oliver
President
First Analysis Corporation
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Rosenblum, Mr. Robert A.
ERIM
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(734) 994-1200, Ext. 3222
(734) 930-2174 (Fax)
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Zorea, Dr. Carlos R., Exec. V.P./COO
ERIM International, Inc.
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(734) 994-1200, Ext. 3222
(734) 930-2174 (Fax)
zorea@erim-int.com

OFFICERS

Vashak, Mr. Walter E., Secretary
1975 Green Road
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(734) 994-1200, Ext. 3560 (Fax) (734) 994-5108
vashak@erim-int.com

Luchs, Ms. Suzanne D., Controller &
Acting Treasurer
1975 Green Road
Ann Arbor, MI 48105
(734) 994-1200 Ext. 3288 (Fax) (734) 994-930-6638
luchs@erim-int.com

Walker, Dr. Jack L., V.P. & Chief Scientist
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Ralph H. Mitchel, V.P. & Dir., Sensor Dev.
and Applications Group
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(703) 528-5250, Ext. 4118 (Fax) (703) 524-3527
rmitchel@erim-int.com
or (Ann Arbor)
(734) 994-1200, Ext. 2250/2866
(734) 994-5782 (Fax)

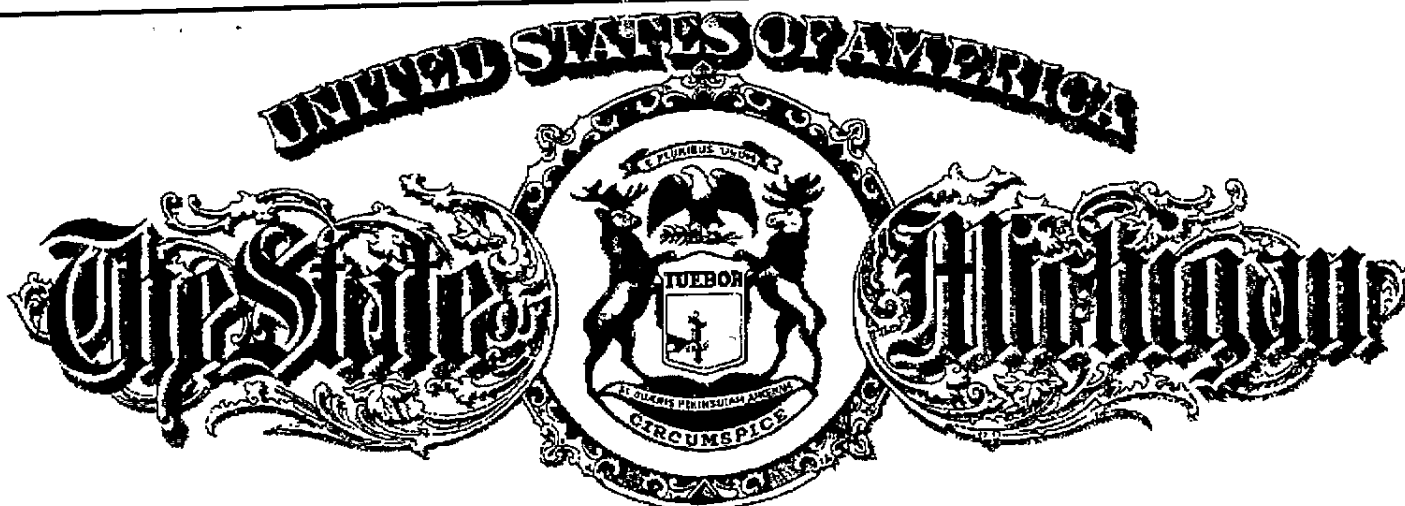
OUTSIDE COUNSEL

Dykema Gossett, PLLC
400 Renaissance Center
Detroit, MI 48243-1668

Sample, Lloyd A.
313-568-6600
313-568-6701 (Fax)
313-580-8220 (Car)
313-886-3149 (Home)
313-886-8195 (Home Fax)

Kaye, Barbara A.
313-568-5412 or 568-5473
313-568-6832 (Fax)
313-670-4884 (Car)
bkaye@dykema.com

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Michigan Department of Consumer and Industry Services

Lansing, Michigan

This is to Certify That

ERIM INTERNATIONAL, INC.

was incorporated on February 28, 1997, as a Michigan profit corporation,
and said corporation is in existence under the laws of this State.

This certificate is issued to attest to the fact that the corporation is in good standing
in this office as of this date and is duly authorized to transact business or conduct
affairs in Michigan and for no other purpose. It is in the usual form, made by me
as the proper officer, and is entitled to have full faith and credit given it in every
court and office within the United States.

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In testimony whereof, I have hereunto set my
hand and affixed the Seal of the Department,
in the City of Lansing, this 10th day
of March, 1998.

Julie Croll

, Director

Corporation, Securities and Land Development Bureau