

F98000003181

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Pace Electronics of West Florida, Inc.
(Name of corporation - must include suffix)

500002548405-- J
-06/05/98--01021--001
*****70.00 *****70.00

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:

Kenneth Fuseller
(Name of Person)
Pace Electronics
(Firm/Company)
500 W. Burgess Rd.
(Address)
Pensacola, FL 32503
(City/State/Zip)

FILED
98 JUN -5 AM 10:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Kenneth Fuselier at (850) 474-3900
(Name of Person) (Area Code & Daytime Telephone Number)

9/26/5/98

COURIER ADDRESS:

Qualification/Tax Lien Section
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

W98-11807

RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned Kenneth Fuselier, do hereby certify
(Name)

that this Resolution of the Board of Directors of Pace Electronics, Inc.

(Corporate Name)

a corporation duly organized and existing under the laws of the State of Minnesota,

was duly adopted on May 1, 19 98.

Be it resolved, that Pace Electronics
(Corporate Name)

organized and existing in the State of Minnesota, hereby adopts the name

Pace Electronics of West Florida for use in Florida.

Dated: 6/12/98

Kenneth Fuselier
Signature of either Chairman, Vice Chairman or any officer

Kenneth Fuselier, Fla. Registered Agent
Type or print name

INHS19(4/96)



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham

Secretary of State

May 22, 1998

KENNETH FUSLIER
PACE ELECTRONICS, INC.
500 W. BURGESS ROAD
PENSACOLA, FL 32503

SUBJECT: PACE ELECTRONICS OF WEST FLORIDA, INC.
Ref. Number: W98000011807

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for PACE ELECTRONICS OF WEST FLORIDA, INC., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$70.00.

CORPORATIONS BASIC FEES

Profit and NonProfit
Florida & Foreign Corp.

Filing Fees	\$35.
Registered Agent Designation	\$35.
Certified Copy	\$52.50
Total Fee Due	\$122.50

Certified Copy of any record	\$52.50
Reinstatement	\$175.00
Annual Report	\$61.25
plus Supplemental Fee of	\$138.75
Articles of Correction	\$35.00
Revocation of Dissolution	\$35.00
Dissolution & Withdrawal	\$35.00
Amendment of any record	\$35.00
Certificate of Status	\$8.75
Name Reservation	
(120 day non-renewable)	\$35.00
Foreign Name Registration	\$87.50
Foreign Name Renewal	\$87.50
Merger	\$35.00 for each party
Substitute Service of process	

(Chapter 48)	\$8.75
Registered Agent Change	\$35.00
Registered Agent Resignations	
Active Corporations	\$87.50
Inactive Corporations	\$35.00
Resignation of Officer/Director	\$35.00
Trade & Service Marks	\$87.50 per class
Trade & Service Marks Renewals	\$87.50 per class
Trade & Service Mark Assignments	\$50.00

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 TALLAHASSEE, FLORIDA

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6094.

Agnes Lunt
 Document Specialist

Letter Number: 198A00029082

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

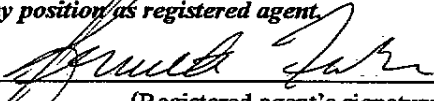
*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. Pace Electronics, 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. Minnesota 3. 41-0980554
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 2/29/72 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 5/4/98
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 500 W. Burgess Rd.
Pensacola, FL 32503
(Current mailing address)
8. Wholesale electronics
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)
- Name: Kenneth Fuselier
- Office Address: 500 W. Burgess Rd.
Pensacola, FL, Florida, 32503
(Zip code)

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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.


(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.

Pace Electronics
of West Florida

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)

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: L. James Deutsch

Address: 721 29th St. N.W.
Rochester, MN 55901

Vice President: Patrick J. Deutsch

Address: 3230 Mayowood Rd. S.W.
Rochester, MN 55902

Secretary: Treas. Kent Whitney

Address: 1925 6th St. S.W.
Rochester, MN 55902

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Kent Whitney

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Kent Whitney

(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of Minnesota

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TALLAHASSEE, FLORIDA

Certificate of Good Standing

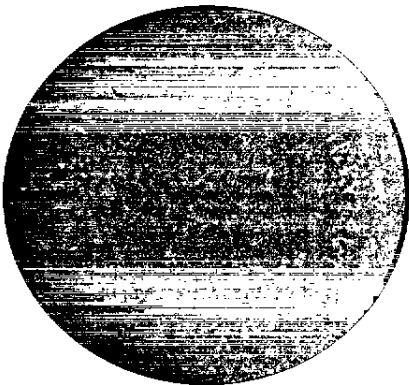
I, Joan Anderson Grove, Secretary of State of Minnesota, do certify that: The corporation listed below is a corporation formed under the laws of Minnesota; that the corporation was formed by the filing of Articles of Incorporation with the Office of the Secretary of State on the date listed below; that the corporation is governed by the chapter of Minnesota Statutes listed below; and that this corporation is authorized to do business as a corporation at the time this certificate is issued.

Name: Pace Electronics Inc.

Date Formed: 02/29/1972

Chapter Governed By: 302A

This certificate has been issued on 05/15/98.



Joan Anderson Grove
Secretary of State.