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LAW OFFICES OF
PARKER, POE, ADAMS & BERNSTEIN L.L.P.

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SUITE 1400
RALEIGH, NORTH CAROLINA 27602-0389
TELEPHONE 919-828-0564 FACSIMILE 919-834-4564

September 16, 1998

VIA FEDERAL EXPRESS (Air Bill 805381559126)

Registration Section
Florida Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

Re: **IBEX Aerospace Technologies, Inc.**
and
Communications Instruments, Inc.

Dear Madam or Sir:

IBEX Aerospace Technologies, Inc.

In regard to this corporation, enclosed are the following documents for review and filing in your office:

1. Application for Reinstatement: original and two conformed copies, with filing fee of \$1,050.00.
2. Application for Withdrawal of Authority: original and two conformed copies, with filing fee of \$35.00.

Communications Instruments, Inc.

In regard to this corporation, enclosed are the following documents for review and filing in your office:

1. Application by Foreign Corporation for Authorization to Transact Business in Florida: original and two conformed copies, with filing fee of \$70.00.
2. Application for Withdrawal of Authority: original and two conformed copies, with filing fee of \$35.00.

If there are any problems with these documents or if you have any questions, please contact Frank E. Silber who is the attorney at our firm handling this matter or you may speak with me. Please return a filed copy of each document to our office at the Raleigh address shown above.

CHARLOTTE
704-372-9000

COLUMBIA
803-255-8000

SOUTH PARK
704-556-9600

SPARTANBURG
864-591-2030

FRANKFURT
011-49-6196-750081

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Thank you for your assistance in this matter.

Sincerely,

A handwritten signature in dark ink, appearing to read "Susan M. Capps", with a long horizontal flourish extending to the right.

Susan M. Capps
Paralegal

Enclosures

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. Communications Instruments, 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. North Carolina
(State or country under the law of which it is incorporated)
3. 56-1828270
(FEI number, if applicable)
4. 04/30/93
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. January 21, 1998
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 1396 Charlotte Highway
Fairview, North Carolina 28730
(Current mailing address)
8. manufacture of electromagnetic relays
(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: Corporation Service Company
1201 Hays Street
Office Address: Tallahassee, Florida, 32301
(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.

(Registered agent's signature)
Dolores Burton, Asst Secretary

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.

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e designated
to be to

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)

See attached sheet listing directors

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

See attached sheet listing officers

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

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. David Henning , CFO _____

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

Attachment to Application by Foreign Corporation for
Authorization to Transact Business in Florida

12.

A. Directors

Ramzi A. Dabbagh
1396 Charlotte Highway
Fairview, NC 28730

Andrew V. Code
10 South Wacker Drive, Suite 3175
Chicago, IL 60606

Michael Steinback
1396 Charlotte Highway
Fairview, NC 28730

Jon S. Vesely
10 South Wacker Drive, Suite 3175
Chicago, IL 60606

G. Daniel Taylor
1396 Charlotte Highway
Fairview, NC 28730

Steven R. Brown
10 South Wacker Drive, Suite 3175
Chicago, IL 60606

Brian P. Simmons
10 South Wacker Drive, Suite 3175
Chicago, IL 60606

Donald Dangott
9459 N. Broadmoor Road
Milwaukee, WI 53217

B. Officers

Chairman of the Board and
CEO: Ramzi A. Dabbagh
1396 Charlotte Highway
Fairview, NC 28730

Vice President and Assistant Secretary:
Brian Simmons
10 South Wacker Drive, Suite 3175
Chicago, IL 60606

Chief Operating Officer and
President: Michael A. Steinback
1396 Charlotte Highway
Fairview, NC 28730

Vice President for Sales and Marketing:
Michael J. Adams
1396 Charlotte Highway
Fairview, NC 28730

Executive Vice President of Business
Development and Secretary:
G. Daniel Taylor
1396 Charlotte Highway
Fairview, NC 28730

Vice President and General Manager of
Hartman Division:
James R. Mikesell
175 N. Diamond Street
Mansfield, OH 44902

Chief Financial Officer and Assistant Secretary:
David Henning
1396 Charlotte Highway
Fairview, NC 28730

Vice President and General Manager of
Kilovac Subsidiary:
Dan R. McAllister
550 Linden Avenue
Carpinteria, CA 93013

Officers (continued)

Vice President and General Manager of CII Division:

Theodore H. Anderson
1396 Charlotte Highway
Fairview, NC 28730

Vice President and General Manager of Midtex Division:

Carl Freas
9-B2 Butterfield Trail
El Paso, TX 77906

STATE OF NORTH CAROLINA



Department of The
Secretary of State

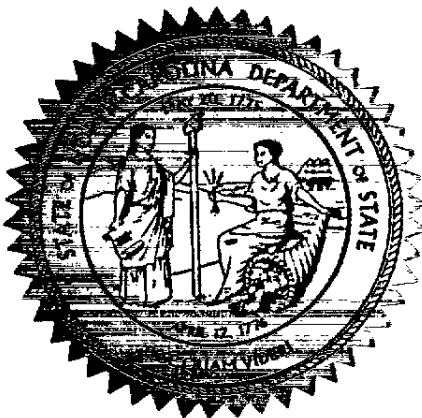
CERTIFICATE OF EXISTENCE

I, **ELAINE F. MARSHALL**, *Secretary of State of the State of North Carolina*, do hereby certify that

COMMUNICATIONS INSTRUMENTS, INC.

is a corporation duly incorporated under the laws of the State of North Carolina, having been incorporated on the 30th day of April, 1993, with its period of duration being perpetual.

I FURTHER *certify that the said corporation's articles of incorporation are not suspended for failure to comply with the Revenue Act of the State of North Carolina; that the said corporation is not administratively dissolved for failure to comply with the provisions of the North Carolina Business Corporation Act; that its most recent annual report required by G.S. 55-16-22 has been delivered to the Secretary of State; and that the said corporation has not filed articles of dissolution as of the date of this certificate.*



IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 16th day of September, 1998.

Elaine F. Marshall

Secretary of State

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