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03 JUN 27 10 30 00

NORMAN L. SLOAN
ATTORNEY AT LAW

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June 20, 2003

The Honorable Glenda E. Hood
Florida Secretary of State
Department of State
RA Gray Building
500 S. Bronough
Tallahassee, FL 32399-0250

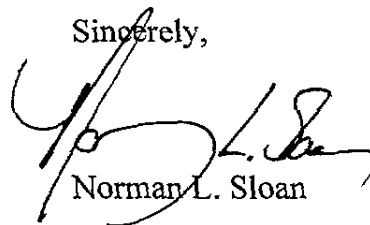
Re: MRV INTERNATIONAL, LLC

Dear Madam:

Enclosed is an original and one copy of the Application for Certificate of Authority for Limited Liability Company for the above-referenced corporation together with a check in the amount of \$125.00 representing the filing fee.

I greatly appreciate your kind assistance in filing this and returning a filed copy to me.

Sincerely,


Norman L. Sloan

NLS:abh

Enclosure

FILED
03 JUN 25 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FL 32399

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. MRV International, LLC
(Name of foreign limited liability company)

2. Delaware 3. _____
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. January 6, 2003 5. Perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. Upon qualification
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 11225 56th Place North
West Palm Beach, FL 33411
(Street address of principal office)

8. If limited liability company is a manager-managed company, check here ☐

9. The name and usual business addresses of the managing members or managers are as follows:

(Please see Attachment A)

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: manufacturing
and marketing of unmanned surface vehicles.

Sloan Global Enterprises, LLC by Norman L. Sloan, Manager
Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Sloan Global Enterprises, LLC by Norman L. Sloan, Manager
Typed or printed name of signee

FILED
03 JUN 25 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES,
THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING
STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE
STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

MRV International, LLC

2. The name and the Florida street address of the registered agent and office are:

Robert J. Murphy
(Name)

11225 56th Place North
Florida street address (P.O. Box **NOT** ACCEPTABLE)

West Palm Beach FL 33411
(City/State/Zip)

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.


(Signature)

| | |
|-----------|----------------------------------|
| \$ 100.00 | Filing Fee for Application |
| \$ 25.00 | Designation of Registered Agent |
| \$ 30.00 | Certified Copy (optional) |
| \$ 5.00 | Certificate of Status (optional) |

FILED
03 JUN 25 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Attachment A

to Application by Foreign Limited Liability Company
for Authorization to Transact Business in Florida for
MRV International, LLC

9. The name and usual business addresses of the managing members or managers are as follows:

Zortov Holdings, LLC; c/o Robert J. Murphy; P.O. Box 2547; Jupiter, Florida
33468

Keith Henderson; POB 9163; NL-1180 MD Amstelveen, Netherlands

Sloan Global Enterprises, LLC; c/o Norman L. Sloan; 1014 West Fifth Street;
Winston-Salem, North Carolina 27101

Catherine F. Girodet; 12351 Coconut Road; Palm Beach Gardens, Florida 33410

MRV Investors, LLC; 4400 Silas Creek Parkway; Winston-Salem, NC 27103

FILED
JUN 25 AM 8:00
CLERK OF STATE
TALLAHASSEE, FLORIDA

Delaware

PAGE 1

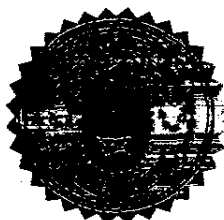
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MRV INTERNATIONAL, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIFTEENTH DAY OF MAY, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "MRV INTERNATIONAL, LLC" WAS FORMED ON THE SIXTH DAY OF JANUARY, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

FILED
03 JUN 25 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3610955 8300

AUTHENTICATION: 2417454

030314513

DATE: 05-15-03