

M980000001531



THE UNITED STATES  
CORPORATION  
COMPANY

W98-26482 comp. AAA  
00789-01111-00524-00671

ACCOUNT NO. : 072100000032

REFERENCE : 041834 4800255

AUTHORIZATION

COST LIMIT

Patricia Piguet  
\$285.00

ORDER DATE : November 23, 1998

ORDER TIME : 12:08 PM

ORDER NO. : 041834-025

CUSTOMER NO: 4800255

500002695755-0

CUSTOMER: Mr. Thomas A. Scott  
Chadbourn & Parke LLP  
30 Rockefeller Plaza  
31st Floor  
New York, NY 10112

FOREIGN FILINGS

NAME: INSIGHT ELECTRONICS, LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
              CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

Name	MAH
Availability	MAH
Document Examiner	MAH
Updater	MAH
J. Carter Verifier	MAH
Acknowledgement	MAH
W. P. Verifier	MAH

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 NOV 24 AM 9:11

RECEIVED  
98 NOV 24 PM 1:12  
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

November 24, 1998

CSC CORPORATION COMPANY

SUBJECT: INSIGHT ELECTRONICS, LLC  
Ref. Number: W98000026482

We have received your document for INSIGHT ELECTRONICS, LLC and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is not available. Therefore, the limited liability company must adopt an alternate name for use in the state of Florida. To adopt an alternate name the entity must submit a resolution signed by a managing member or manager adopting the alternate name for use in the state of Florida. The alternate name must end with "L.L.C.," "L.C.," "Limited Liability Company" or "Limited Company."

Please complete the affidavit.,

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) 487-6967.

Michelle Hodges  
Document Specialist

Letter Number: 798A00056306

**RESUBMIT**  
Please give original  
submission date as file date.

RECEIVED  
NOV 24 1998  
11:00 AM  
CSC CORPORATION  
Sandra B. Mortham  
Secretary of State  
P.O. Box 6327  
Tallahassee, FL 32314

**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. Insight Electronics, 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. 09/21/98 5. perpetual  
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. \_\_\_\_\_  
upon application  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 9980 Huennekenes Street San Diego, CA 92121  
\_\_\_\_\_  
(Street address of principal office)

8. List name, title, and business address of each managing member[MGRM] or manager[MGR] who will manage the foreign limited liability company in Florida: (attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
<u>Richard T. Skipworth</u>	<u>MGR</u>	<u>Colin Stevens</u>	<u>MGR</u>
<u>c/o Insight Electronics, LLC</u>		<u>c/o Insight Electronics, LLC</u>	
<u>9980 Huennekenes Street</u>		<u>9980 Huennekenes Street</u>	
<u>San Diego, CA 92121</u>		<u>San Diego, CA 92121</u>	
_____		_____	
_____		_____	
_____		_____	
_____		_____	
_____		_____	

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 NOV 24 AM 9:11

*Office of the Secretary of State*

---

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "INSIGHT ELECTRONICS, 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 TWENTIETH DAY OF NOVEMBER, A.D. 1998.

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

2935976 8300

981447900



9417912  
11-20-98  
*Edward J. Freel*  
\_\_\_\_\_  
Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE:

**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:

Insight Electronics, LLC

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

Corporation Service Company

(Name)

1201 Hays Street

Florida street address (P.O. Box **NOT** ACCEPTABLE)

Tallahassee, FL 32301

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.*

By:   
(Signature)

**Filing Fee: \$ 35 for Designation of Registered Agent**

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN  
LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of Insight Electronics, LLC  
\_\_\_\_\_ certifies:

1) the above named limited liability company has at least one member;

2) the total amount of cash contributed by the member(s) is \$ 1,000. ;

3) if any, the agreed value of property other than cash contributed by member(s) is \$ 0 ;  
(A description of the property is attached and made a part hereto.)  
and

4) the total amount of cash and property contributed and anticipated to be contributed  
by member(s) is \$ 1,000. .  
(This total includes amounts from 2 and 3 above.)

Barbara Hoecklin  
\_\_\_\_\_  
**Signature of a member or an authorized representative of a member.**

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

\_\_\_\_\_  
Barbara E. Hoecklin, Esq.

Typed or printed name of signee

**Filing Fee: \$250.00 for Application and Affidavit**