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FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

March 16, 1999

C T CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: DYNATECH LLC Ref. Number: W99000006374

dibla Delaware LLC

SECRETARY OF STATIONS SECRETARY OF PH 2: 05

We have received your document for DYNATECH LLC and your check(s) totaling \$1473.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have RETAINED your \$1,473.75 payment.,

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 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) 487-6914.

Buck Kohr Corporate Specialist

Letter Number: 099A00012688

3/19/99

RESOLUTION	of managing members c	R MANAGERS
		R MANAGERS
i		3
the undersigned	Allan M. Kline	١,
	(Name)	
o hereby certify that th	is Resolution of the Managing Members	or Managers of .
	Dynatech LLC	
	(Name of Limited Liability Company)	
limited liability compa	any duly organized and existing under the	e laws of the State of
Delaware	was duly adopted on May 14	
le it resolved, that	Dynatech LLC	
20 It 143014202 High	(Name of Limited Liability	Company)
		Company) , hereby adopts the
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1/16/98

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

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

The Planting of	iness in		
Dynatech LLC Florida as		DYNATECH OF DELAWARE LLC	
(Name of foreign limited liability cor company" or their abbreviations "L.I.	mpany must end C." or "L.C." if:	with the words "limited liability co not so contained in the name at pre	ompany" or "limited sent.)
Delaware		Not Applicable	
(Jurisdiction under the law of which company is organized)	foreign limited	iability (FEI number, if ag	plicable)
May 14, 1998		Perpetual	
(Date of Organization)		(Duration; Year limited liability cease to exist or "perpetual")	company will
June 1, 1998			_
(Date first transacted b	usiness in Florid	a. (See sections 608.501, 608.502	and 817.155, F.S.)
c/o Dynatech Corporation			
3 New England Executive P	ark, Burling	ton. MA 01803	
5410 N.W. 33rd Ave., Suit	e 100. Fort	Lauderdale, FL 33309	
	(Street add	ress of principal office)	
List name, title, and business ac will manage the foreign limited NAME & ADDRESS:	liability comp	nanaging member [MGRM] o any in Florida: (attach additio	r manager [MGR mal page if neces
	TITLE:	NAME & ADDRESS:	TITLE:
John F. Reno			
John F. Reno c/o Dynatech Corporatio	Manager	NAME & ADDRESS:	
-	Manager n		
c/o Dynatech Corporatio	<u>Manag</u> er n Park		- ·
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^{9.} Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of records in the state under the law of which it is organized. (A hotocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN (LIMITED LIABILITY COMPANY

Th	e undersigned member or authorized representative of a member of _Dynatech_LLC	જ
-	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 \$0;	
Ī	if any, the agreed value of property other than cash contributed by member(s) is \$160.000.000; (A description of the property is attached and made a part hereto.)	¥
	the total amount of cash and property contributed and anticipated to be contributed by member(s) is (This total includes amounts from 2 and 3 above.)	
	Signature of a member or authorized representative of a member.	M
	(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.)	
	Mark V.B. Tremailo	
	Typed or printed name of signes	

Filing Fee: \$250.00 for Application and Affidavit

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DYNATECH LLC

Affidavit of membership and contributions of foreign limited liability company (addendum)

Item #3 - Description of property contributed by member

Net assets of business formerly held by a wholly owned subsidiary of the member. Such business was named Telecommunications Techniques Corporation. Certain less significant assets were also contributed.

Approximate book value of net assets contributed: \$160,000,000

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 IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1.	The name of the limited liability company is: Dynatech LLC			
2.	The name and address of the registered agent and office is:			
	C T Corporation System			
	(Name)			
	c/o C T Corporation System, 1200 South Pine Island Road			
	(P.O. Box not acceptable)			
	Plantation, Florida 33324			
	(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.

Kimberly D. Gilbertson, Asst. Secy.

3/10/99

(Date)

FILING FEE: \$ 35 for Designation of Registered Agent

PAGE 1

State of Delaware

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF

DELAWARE, DO HEREBY CERTIFY "DYNATECH 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 TENTH DAY OF MARCH, A.D. 1999.

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

19 PM 2: 05



Edward J. Freel, Secretary of State

AUTHENTICATION:

03-10-99

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