

P1000006114

Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet.** Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H10000170638 3)))



H100001706383ABC

**Note: DO NOT** hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations  
Fax Number : (850)617-6381

From:

Account Name : CORPDIRECT AGENTS, INC.  
Account Number : 110450000714  
Phone : (850)222-1173  
Fax Number : (850)224-1640

\*\*Enter the email address for this business entity to be used for annual report mailings. Enter only one email address please.

Email Address: \_\_\_\_\_

**FLORIDA PROFIT/NON PROFIT CORPORATION  
ROTAG ACQUISITION CORPORATION**

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$78.75

Electronic Filing Menu

Corporate Filing Menu

Help

0638.129443

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

10 JUL 27 PM 2:28

FILED

RECEIVED

10 JUL 27 PM 4:19

RECEIVED

MRD 7/28

H10000170638 3

ARTICLES OF INCORPORATION  
OF  
ROTAG ACQUISITION CORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I:  
NAME

The name of the corporation shall be:

Rotag Acquisition Corporation

ARTICLE II:  
PRINCIPAL OFFICE

The principal street address and mailing address, if different is:

5775 Morehouse Drive, San Diego, CA 92121

ARTICLE III:  
PURPOSE

The purpose for which the corporation is organized is:

Any and all lawful purpose.

ARTICLE IV:  
SHARES

The corporation is authorized to issue one class of stock, to be designated "Common Stock," with a par value of \$0.001 per share. The total number of shares of Common Stock that the corporation shall have authority to issue is One Thousand (1,000).

ARTICLE V:  
REGISTERED AGENT

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

National Corporate Research, Ltd., Inc.  
515 East Park Avenue  
Tallahassee, FL 32301

FILED  
10 JUL 27 PM 2:23  
TALLAHASSEE FLORIDA  
SECRETARY OF STATE

H10000170638 3

**ARTICLE VI:**  
**INCORPORATOR**

The name and address of the Incorporator is:

Adam Lezack,  
4365 Executive Drive,  
Suite 1100  
San Diego, California 92121

**ARTICLE VII:**  
**BOARD OF DIRECTORS**

The business and affairs of the corporation shall be managed by or under the direction of the Board of Directors. In addition to the powers and authority expressly conferred upon them by statute or by this Articles of Incorporation or the Bylaws of the corporation, the directors are hereby empowered to exercise all such powers and do all such acts and things as may be exercised or done by the corporation. Election of directors need not be by written ballot, unless the Bylaws so provide. The Board of Directors is authorized to make, adopt, amend, alter or repeal the Bylaws of the corporation. The stockholders shall also have power to make, adopt, amend, alter or repeal the Bylaws of the corporation.

**ARTICLE VIII:**  
**INDEMNIFICATION**

To the fullest extent permitted by the Florida Business Corporation Act, as the same exists or may hereafter be amended, a director of the corporation shall not be personally liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director. Any repeal or modification of the foregoing provisions of this Article VIII by the stockholders of the corporation shall not adversely affect any right or protection of a director of the corporation existing at the time of, or increase the liability of any director of the corporation with respect to any acts or omissions occurring prior to, such repeal or modification.

*Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.*

National Corporate Research, Ltd., Inc.

Kathleen Ballard  
Signature/Registered Agent Kathleen Ballard

7-27-10  
Date

AdL 42  
Signature/Incorporator

July 27, 2010  
Date

FILED  
10 JUL 27 PM 2:23  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA