# State of Idaho

Office of the Secretary of State

**CERTIFICATE OF AUTHORITY** 

OF

HONEYWELL-MEASUREX CORPORATION

File Number C 129390

I PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the Application for such Certificate.

Dated: June 22, 1999



Pet / Cenerusa SECRETARY OF STATE

### APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit) (Instructions on Back of Application) To the Secretary of State of Idaho: The undersigned Corporation applies for a Certificate of Authority and states as follows: Jun 22 2 06 PM 1. The name of the corporation is \_\_\_Honeywell- Measurex Corporation SECRETARY DE STAT STATE OF EDAHO 2. The name which it shall use in Idaho is \_\_Honeywell-Measurex Corporation 3. It is incorporated under the laws of \_\_\_\_Delaware 4. Its date of incorporation is \_\_\_\_May 21, 1984 5. The address of its principal office is One Results Way, Cupertino, California 95014 6. The address to which correspondence should be addressed, if different from item 5, is \_\_\_\_\_ Honeywell Inc., 2701 Fourth Avenue So., Minneapolis, MN 55408 7. The street address of its registered office in Idaho is 1401 Shoreline Drive, Boise, Idaho 83702 \_\_\_\_\_, and its registered agent in Idaho at that address is Corporation Service Company The names and respective business addresses of its directors and officers are: Name Office Address See attached officers/directors rider Dated: \_\_June\_\_\_/\( \int \), 1999 Customer Acct #: Honeywell-Measurex Corporation

Revised 7/97

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(Corporation name)

Kathleen M. Gibson

Vice President and Assistant Secretary

(specify capacity of signer)

(if using pre-paid alband SECRETARY OF STATE

BE 22 1999 only 9:00 CK: 65314 CT: 28296 BH: 227938

1 8 198.00 = 100.00 AUTH PRO # 2 1 8 28.06 = 20.00 EXPEDITE C # 3

# ATTACHMENT/RIDER **HONEYWELL-MEASUREX CORPORATION**CORPORATE DIRECTORS AND/OR OFFICERS

TITLE	NAME	ADDRESS
President:	Richard L. Rowe	One Results Way, Cupertino, CA 95014-5991
Vice President:	Barry Dale	3105 Northwoods Place, Norcross, GA 30071-4703
Vice President:	Anders Axelsson	One Results Way, Cupertino, CA 95014-5991
Vice President, Finance and Treasurer:	Edward H. Conway	One Results Way, Cupertino, CA 95014-5991
Secretary:	V. Holly Albert	One Results Way, Cupertino, CA 95014-5991
Vice President and Assistant Secretary:	Kathleen M. Gibson	2701 Fourth Ave. So., Minneapolis, MN 55408-1792
Assistant Secretary:	Kathleen M. Curran	2701 Fourth Ave. So., Minneapolis, MN 55408-1792
Directors:	Donald K. Schwanz	16404 N. Black Canyon Hwy., Phoenix, AZ 85023
	Kathleen M. Gibson	2701 Fourth Ave. So., Minneapolis, MN 55408-1792
	L. W. Stranghoener	2701 Fourth Ave. So., Minneapolis, MN 55408-1792

Kathleen M. Gibson

Vice President and Corporate Secretary Honeywell Inc. Honeywell Plaza P.O. Box 524

Minneapolis, MN 55440-0524

612 951-0092 612 951-0097 Fax

June 10, 1999

Re: Honeywell-Measurex Corporation

We hereby give consent to Honeywell-Measurex Corporation for the use of the name "Honeywell". This consent is being given jointly, by Honeywell Inc. and Honeywell-Measurex Systems, Inc.

Very truly yours,

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#### ACTION TAKEN BY CONSENT IN LIEU OF SPECIAL MEETING OF THE SOLE STOCKHOLDER OF HONEYWELL-MEASUREX CORPORATION AS OF JUNE 11, 1999

Pursuant to Section 228 of the General Corporation Law of Delaware, Honeywell Inc., the sole stockholder of Honeywell-Measurex Corporation, hereby takes the following action, as of June 11, 1999, without a meeting, by the written consent of such stockholder, hereinafter contained:

#### **CONSENT TO USE OF NAME BY AFFILIATE**

RESOLVED, That Honeywell-Measurex Corporation, a wholly owned subsidiary of Honeywell Inc., is hereby authorized to use said name in any venue or jurisdiction in the conduct of its business.

IN WITNESS WHEREOF, The undersigned consents to the adoption of the above resolution as of the date first above written.

HONEYWELL INC.

y: 🚫 1511

Kathleen M. Gibson

Vice President and Corporate Secretary

as owner and holder of all of the issued and outstanding shares of capital stock of Honeywell-Measurex Corporation

#### State of Delaware

## Office of the Secretary of State

. I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HONEYWELL-MEASUREX CORPORATION" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HA GORPORATE EXISTENCE SO FAR AS THE RECORDS OF **EOURTEENTH DAY OF** JUNE, A.D AND L REPORTS HAVE BEEN F 1393.1847.1901°



Edward J. Freel, Secretary of State

**AUTHENTICATION:** 

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DATE:

06-14-99

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