

State of Idaho

Department of State

CERTIFICATE OF AUTHORITY OF

MEGATEST CORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of MEGATEST CORPORATION for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

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

Dated: May 17, 1993



Pete T. Cenarrusa
SECRETARY OF STATE

By 

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

MAY 13 9 35 AM '93
SECRETARY OF STATE

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is Megatest Corporation
2. The name which it shall use in Idaho is Megatest Corporation
(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)
3. It is incorporated under the laws of Delaware
4. The date of its incorporation is March 12, 1993 and the period of its duration is _____
5. The address of its principal office in the state or country under the laws of which it is incorporated is c/o The Corporation Trust Company
1209 Orange Street, Wilmington, Delaware 19801
6. The address to which correspondence should be addressed, if different from that in item 5.
1321 Ridder Park Drive, San Jose, California 95131
7. The street address of its proposed registered office in Idaho is 300 North 6th Street,
Boise, Idaho 83701, and the name of its proposed registered agent in Idaho at that address is C T CORPORATION SYSTEM
8. The purpose or purposes which it is proposed to pursue in the transaction of business in Idaho are:
The marketing and sale of automatic test equipment for the integrated circuit industry.

MAY 17 3 38 PM '93
SECRETARY OF STATE

(Continued on reverse)

Submit application and certificate of status to:

Office of the Secretary of State
Division of Corporations
Statehouse, Room 203
Boise, Idaho 83720

Secretary of State			
SECRETARY OF STATE			
19930513	0900	74625	2
CK #:	12904	CUST#	1
CORPORATIO	10	60.00	60.00

9. The names and respective addresses of its directors and officers are:

Name	Office	Address
See Attached Rider		

10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.
11. This application is accompanied by a Certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: May 4, 1993

Megatest Corporation
(Corporation name)

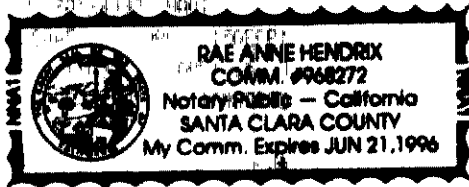
By Geoffrey C. Darby Vice President (please specify)

and Harry K. Plant Assistant Secretary (please specify)

STATE OF California)
) ss:
COUNTY OF Santa Clara)

I, Rae Anne Hendrix, a notary public, do hereby certify that on this 4th day of May, 19 93, personally appeared before me Geoffrey C. Darby, who being by me first duly sworn, declared that (s)he is the Vice President of Megatest Corporation

that (s)he signed the foregoing documents as Vice President of the corporation and that the statements therein contained are true.



Rae Anne Hendrix
Notary Public

Megatest Corporation

Officers:

<u>Name</u>	<u>Office</u>
John E. Halter	President, CEO
Geoffrey C. Darby	VP, Finance, CFO & Secretary
Vickie K. Eckert	VP, Quality Improvement & Information Services
Craig Z. Foster	VP, Services and Corporate Development
Ronald H. Leckie	VP, Marketing
Martin W. Mason	VP, Sales
Mark L. Siegel	VP, Operations

Directors:

<u>Name</u>	<u>Office</u>
John E. Halter	Chairman of the Board
James W. Bagley	Director
Stephen J. Bisset	Director
Glenn M. Mueller	Director
Steven J. Sharp	Director

Address as to all:

1321 Ridder Park Drive
San Jose, California 95131

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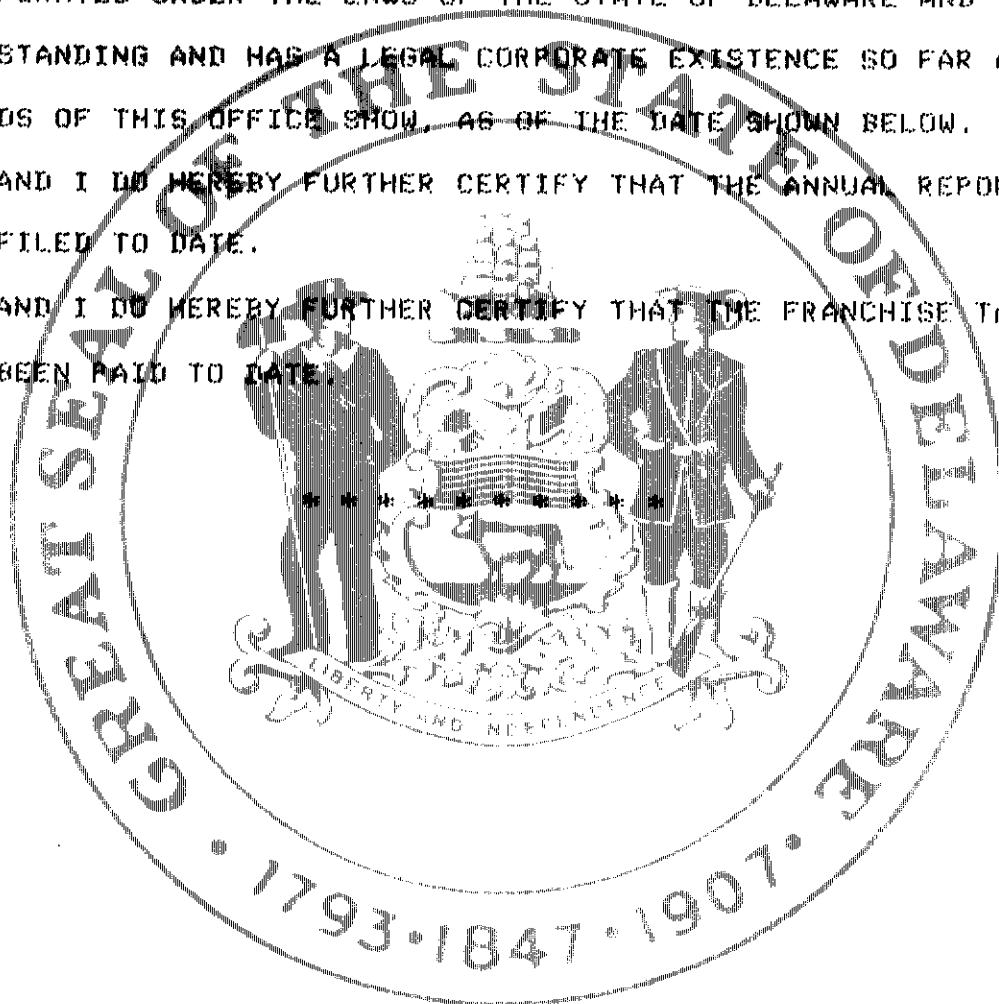
State of Delaware
Office of the Secretary of State

MAY 13 9 35 AM '93
SECRETARY OF STATE

I, WILLIAM T. QUILLEN, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY MEGATEST CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE DATE SHOWN BELOW.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



William T. Quillen

William T. Quillen, Secretary of State

AUTHENTICATION: *3893187

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DATE: 05/11/1993