



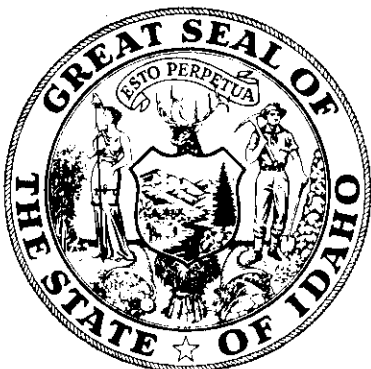
CERTIFICATE OF AUTHORITY  
OF

ROLM CORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of ROLM 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 ROLM CORPORATION to transact business in this State under the name ROLM CORPORATION and attach hereto a duplicate original of the Application for such Certificate.

Dated **September 6, 1985**



*Pete T. Cenarrusa*

SECRETARY OF STATE

*Dicki Rost*

Corporation Clerk

## APPLICATION FOR CERTIFICATE OF AUTHORITY

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 ROLM CORPORATION
2. \*The name which it shall use in Idaho is ROLM CORPORATION
3. It is incorporated under the laws of California
4. The date of its incorporation is February 27, 1969 and the period of its duration is perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is 4900 Old Ironsides Drive, Santa Clara, CA 95054
6. The address to which correspondence should be addressed, if different from that in item 5 \_\_\_\_\_
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 proposes to pursue in the transaction of business in Idaho are:  
Sales, installation and maintenance of telecommunications equipment.
9. The names and respective addresses of its directors and officers are:
- | Name              | Office        | Address   |
|-------------------|---------------|---|
| M. Kenneth Oshman | President     | 4900 Old Ironsides Drive<br>Santa Clara, CA 95054 |
| Michael H. Morris | Secretary     | 4900 Old Ironsides Drive<br>Santa Clara, CA 95054 |
| Robert K. Dahl    | V.P., Finance | 4900 Old Ironsides Drive<br>Santa Clara, CA 95054 |
| Harry Kavetas     | Director      | Old Orchard Road<br>Armonk, N.Y. 10504            |
10. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
1,000	Common	No par value

(continued on reverse)

11. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
1,000	Common	No par value

12. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

13. This Application is accompanied by a certificate of corporate existence or status, issued by the proper officer of the state or country of incorporation. (The certificate should not be over 90 days old)

Dated MARCH 25TH, 19 85

ROLM CORPORATION

By M. Kenneth Oshman  
M. Kenneth Oshman  
Its \_\_\_\_\_ President

and Michael H. Morris  
Michael H. Morris  
Its \_\_\_\_\_ Secretary

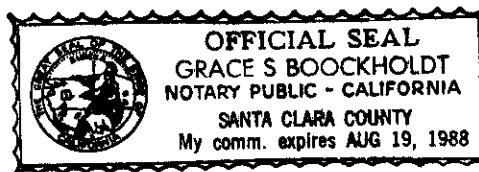
STATE OF CALIFORNIA )  
COUNTY OF Santa Clara ) ss:

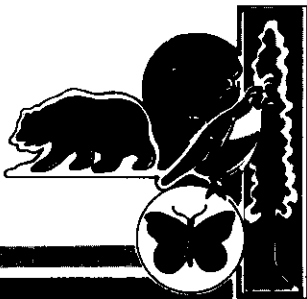
I, GRACE S. BOOCKHOLDT, a notary public, do hereby certify that on  
this 25TH day of MARCH, 19 85, personally appeared before  
me M. Kenneth Oshman, who being by me first duly sworn, declared that he  
is the President of ROLM CORPORATION

that he signed the foregoing document as President of the corporation and that the  
statements therein contained are true.

Grace S. Boockholdt  
Notary Public

\*Pursuant to section 30-1-108(b)(1), Idaho Code, if the corporation assumes a name other than its true name, this application must be accompanied by a resolution of the Board of Directors to that effect.





# State of California

OFFICE OF THE SECRETARY OF STATE  
CERTIFICATE OF STATUS  
DOMESTIC CORPORATION

RECEIVED  
SEC. OF STATE

85 SEP 3 PM 3 52

I, MARCH FONG EU, *Secretary of State of the State of California*, hereby certify:

That on the 27th day of February, 19 69,

ROLM CORPORATION

*became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and*

*That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and*

*That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and*

*That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and*

*That no information is available in this office on the financial condition, business activity or practices of this corporation.*



IN WITNESS WHEREOF, I execute this  
certificate and affix the Great Seal  
of the State of California this  
27th day of August, 1985

*March Fong Eu*

*Secretary of State*

CONSENT TO USE OF NAME

RECEIVED  
SEC. OF STATE

85 SEP 6

ROLM INTERMOUNTAIN CORPORATION

a corporation

organized under the laws of the State of Utah, hereby consents to  
the organization-qualification of ROLM CORPORATION  
in the State of Idaho

IN WITNESS WHEREOF, the said ROLM INTERMOUNTAIN CORPORATION

                     has caused this consent to be executed by its                      president  
and attested under its corporate seal by its                      secretary, this 3rd day of  
June 19 85

ROLM INTERMOUNTAIN CORPORATION

By Michael R. Barbour  
President

Attest:

Secretary

(SEAL)