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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**FOREIGN PROFIT QUALIFICATION**

**Herley - RSS, Inc.**

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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

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IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA. 2004 SEP-1 A 10:22

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. HERLEY - RSS, INC.  
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Delaware 3. 20-1529679  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. August 23, 2004 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon qualification  
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")  
(SEE SECTIONS 607.1501, 607.1502 and §17.155, F.S.)

7. 91 East Drive, Melbourne, Florida 32904  
(Principal office address)  
91 East Drive, Melbourne, Florida 32904  
(Current mailing address)

8. Design and manufacture of satellite based command and control systems for the defense industry  
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)  
Name: C T Corporation System  
Office Address: 1200 South Pine Island Road,  
Plantation, Florida 33324  
(City) (Zip code)

10. Registered agent's acceptance:  
*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

C T Corporation System

By: Ann Laskowski ANN LASKOWSKI  
(Registered agent's signature) Assistant Secretary

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

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A. DIRECTORS

Chairman: \_\_\_\_\_ 2004 SEP -1 A 10: 22

Address: \_\_\_\_\_ SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Vice Chairman: \_\_\_\_\_

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

Director: Myron Levy

Address: 101 North Point Boulevard  
Lancaster, Pennsylvania 17601-4133

Director: John A. Thoner

Address: 101 North Point Boulevard  
Lancaster, Pennsylvania 17601-4133

B. OFFICERS

President: Myron Levy

Address: 101 North Point Boulevard  
Lancaster, Pennsylvania 17601-4133

Vice President: John Kelley Arnonio Perez-Falcog, Vice President

Address: 101 North Point Boulevard 91 East Drive  
Lancaster, Pennsylvania 17601-4133 Melbourne, Florida 32904

Secretary: Anello C. Garofino

Address: 101 North Point Boulevard, Lancaster, Pennsylvania 17601-4133

Treasurer: Anello C. Garofino

Address: 101 North Point Boulevard, Lancaster, Pennsylvania 17601-4133

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Myron Levy  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Myron Levy, President  
(Typed or printed name and capacity of person signing application)

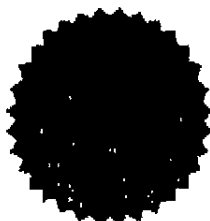
# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HERLEY - RSS, INC." 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 THIRTY-FIRST DAY OF AUGUST, A.D. 2004.

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



*Harriet Smith Windsor*  
 Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3326021

DATE: 08-31-04

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