

69157350



**Whereas,** APPLICATION FOR CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS IN THIS STATE OF

SIMPLEX TIME RECORDER CO.

INCORPORATED UNDER THE LAWS OF THE STATE OF MASSACHUSETTS HAS BEEN FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

*Now Therefore, I, Jim Edgar, Secretary of State of the State of Illinois, by virtue of the powers vested in me by law, do hereby issue this certificate and attach hereto a copy of the Application of the aforesaid corporation.*

**In Testimony Whereof,** *I thereto set my hand and, as so to be affixed the Great Seal of the State of Illinois,*

*at the City of Springfield, this* 23RD  
*day of* MARCH *AD 19* 89 *and*  
*of the Independence of the United States*  
*the two hundred and* 13TH



*Jim Edgar*  
 SECRETARY OF STATE

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Submit in Duplicate

**JIM EDGAR**  
Secretary of State  
State of Illinois

Remit payment in Certified Check,  
Cashiers' Check or a Money Order,  
payable to "Secretary of State".  
**DO NOT SEND CASH!**

**APPLICATION FOR CERTIFICATE  
OF AUTHORITY TO TRANSACT  
BUSINESS IN ILLINOIS**

This Space For Use By Secretary of State	
Date	3-23-89
License Fee	\$ 15.44
Franchise Tax	\$ 30.87
Filing Fee	\$ 25.00
Penalties	\$
Clock	✓ 121.31

Pursuant to the provisions of "The Business Corporation Act of 1983", the undersigned corporation hereby applies for a certificate of authority to transact business in the State of Illinois and submits the following statement.

1. The name of the corporation is Simplox Time Recorder Co.  
(Shall contain the word "corporation", "company", "incorporated",

or "limited", or shall contain an abbreviation of one of such words)

*(To be completed only if the corporate name is not available)*

and, the name which it elects to assume for use in Illinois, hereby agreeing NOT to use its corporate name in the transaction of business in Illinois, is \_\_\_\_\_

2. State or Country of Incorporation Massachusetts ; Date of Incorporation 8/4/83 ; Period of Duration Perpetual

3. The address of its principal office, wherever located, is Simplox Plaza, Gardner, MA 01441

and the address of its principal office in Illinois is NONE

4. The name and address of its registered agent and its registered office in Illinois are:

Registered Agent C T CORPORATION SYSTEM  
First Name Middle Name Last Name

Registered Office c/o C T CORPORATION SYSTEM, 208 S. La Salle Street  
Number Street Suite # (A PO box alone is not acceptable)

Chicago 60604 Cook  
City Zip Code County

5. The states and countries in which it is admitted or qualified to transact business are:  
NONE

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

	No. & Street	City	State	Zip
President	SEE ATTACHED RIDER			
Secretary				
Director				
Director				
Director				

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7. The purpose or purposes for which it is organized and which it proposes to pursue in the transaction of business in this State are:

If not sufficient space to cover this point, add one or more sheets of this size

Sales and service of recording, fire alarm and related equipment.

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8. The number of shares which it is authorized to issue and which it has issued are:

Class	* Par Value	Number of Shares Authorized	Number of Shares Issued
Common Voting	\$1.00	200,000	104,202
Common A Non-Voting	\$1.00	800,000	224,466

\* A declaration as to a "par value" is optional, unless the articles of incorporation make a declaration. When no reference to par value is desired, indicate "nil".

9. The amount of paid-in capital\*\* is

\$ 1,000,000

\*\* "Paid-in Capital" replaces the terms Stated Capital & Paid-in Surplus and is equal to the total of these accounts

80125890

10. (a) --Give an estimate of the total value of all the property of the corporation for the following year \$ 65,000,000
- (b) --Give an estimate of the total value of all the property of the corporation for the following year that will be located in Illinois \$ 455,000
- (c) --State the estimated total business of the corporation to be transacted by it everywhere for the following year \$ 283,354,000
- (d) --State the estimated annual business of the corporation to be transacted by it at or from places of business in the State of Illinois \$ 10,300,000

11. INTERROGATORIES

- \*\*\* (a) To what office or offices will all contracts with the corporation be forwarded for final acceptance?  
**Simplex Plaza, Gardner, MA 01441**
- (b) The number of shares of all classes owned by residents of Illinois is: **NONE**
- (c) The number of shares of all classes owned by non-residents of Illinois is: **328,668**
- (d) Is the corporation transacting business in this State at this time? **NO**
- (e) If your answer is in the affirmative, state the exact date on which it commenced to transact business in Illinois:

12. This application is accompanied by a copy of the articles of incorporation, as amended, duly authenticated by the proper officer of the State or Country wherein it is incorporated, which certification is not more than ninety (90) days old.

• PROPERTY as used in this application shall apply to all property of the corporation, real, personal, tangible, intangible, or mixed without qualifications

\*\*\* When the taxpayer is not a resident of Illinois, then the total business as reflected in #10(c) is also considered to be total business for the purpose of computing the Illinois allocation factor. By signing this application, the corporation attests that it is aware that the amount of paid-in capital, and consequently the amount of license fees and franchise taxes, may be proportionately higher due to the Illinois address shown under #11(a)

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Form BCA-13.15

File No.

APPLICATION FOR CERTIFICATE  
OF AUTHORITY TO  
TRANSACT BUSINESS IN ILLINOIS

Paying Fee \$75.00 plus applicable license fee  
and franchise tax

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**FILED**

MAR 23 1989

JIM EDGAR  
Secretary of State

RETURN TO:

Corporation Department  
Secretary of State  
Springfield, Illinois 62756  
Telephone 217 - 782-6961

**PAID**

MAR 24 1989

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RECORDING DESK  
BOX 170

Property of Cook County Clerk's Office

#1388 # D \* 89-157350  
COOK COUNTY RECORDER

DEPT-01  
\$16.00  
TRAN 6353 04/11/89 10:28:00  
T14444

05825103

The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirm, under penalties of perjury, that the facts stated herein are true.

Dated January 30 19 89

attested by Eugene H. Ballard  
(Type or Print Name and Title)  
(Signature of Secretary)

by Thomas A. CURTIN  
(Type or Print Name and Title)  
(Signature of President)  
(Name of Corporation)  
 Simplex Time Recorder Co.

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## OFFICERS

Edward G. Watkins  
1067 S. Ocean Blvd.  
Palm Beach, FL 33480  
SS# 001-28-0167

Thomas A. Curtin  
383 Simon Willard Road  
Concord, MA 01742  
SS# 008-22-9713

Eugene H. Ballard  
6 Candlewood Drive  
Andover, MA 01810  
SS# 1507-36-2764

Stephen Lundsted  
P.O. Box 578  
Rindge, NH 03461  
SS# 026-32-2413

Franklin D. Everett  
138 Old Farm Road  
Leominster, MA 01453  
SS# 169-26-6139

Donald B. Stimer  
138 Crestwood Drive  
Gardner, MA 01440  
SS# 371-38-4577

Joseph Marzilli  
117 Forest Drive  
Holden, MA 01520  
SS# 011-44-8035

John R. Ellis  
62 Belknap Street  
Concord, MA 01742  
SS# 174-32-7521

Chairman of the Board,  
Chief Executive Officer &  
President

Executive Vice-President,  
Chief Financial Officer &  
Director

Vice President, Secretary  
and Clerk

Vice President,  
Manufacturing

Vice President & General  
Manager, Service Division

Treasurer

Assistant Treasurer

Vice President & General  
Manager, Building Systems  
Division

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RECORDING DESK  
BOX 170

Robert A. Contino  
17 Welwyn Road  
Riverside, CT 06878  
SS# 322-26-6692

Vice President, Field  
Operations

Joseph H. Griffith  
14 Woodchester Drive  
Acton, MA 01720  
SS# 263-60-6149

Vice President, Human  
Resources & Corporate  
Services

Anthony J. Lepore  
175 Helena Street  
Leominster, MA 01453  
SS# 023-26-5348

Vice President & General  
Manager, Time Equipment  
Division

Edward F. Hines, Jr.  
63 Salem Street  
Andover, MA 01810  
SS# 010-34-4198

Director & Assistant  
Secretary

John Coleman  
144 Hilltop Street  
Milton, MA 02186  
SS# 015-16-6324

Director

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