



Simplex Time Recorder Co.
Simplex Plaza
Gardner, Massachusetts 01441-0001 U.S.A.
Telephone: 508-632-2500
Cable Address: SIMRECO

November 20, 1992

Rhode Island Secretary of State
Corporations Division
100 North Main Street
Providence, RI 02903
Attn: Karen

RE: 11/2/92 Notice of failure to file
1990 Annual Report

Corporation ID# 0051000/0024243

Dear Karen,

I have enclosed copies of the annual reports filed for 1990, 1991, and 1992 along with copies of the cancelled checks for the corresponding filing fees.

Please note that the Corporation ID # on the reports is 0023243, which seems to be the ID # before our merger.

Simplex Time Recorder Co., under Federal ID #04-1837610 merged out of existence on 12/17/88 and was replaced by Simplex Time Recorder Co., Federal ID #04-2797344. The "old" Simplex was withdrawn from the State of Rhode Island on 2/1/90 and the "new" Simplex was granted a certificate of authority on this date also. I have attached a copy of the withdrawal/qualification documents for your reference.

It appears that the Corporation ID # that the Secretary of State's office has shown on our annual reports is incorrect, and this is the reason for the notice I received.

Please check into this and let me know if you need any more information from me to clear this error from your records.

Thank you for your cooperation.

Sincerely,

A handwritten signature in cursive script, appearing to read 'Karen A. Rice'.

Karen A. Rice
State & Local Tax Supervisor



State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE

CORP. ID# 0051000

CORPORATIONS DIVISION
100 NORTH MAIN STREET
PROVIDENCE
02903

11/02/92

Kathleen S. Connell
Secretary of State

Dear Sir or Madame: CT CORPORATION SYSTEM

You are hereby notified that the Certificate of Incorporation/Authority of

Simplex Time Recorder Co.

will be revoked after sixty (60) days from the date of this notice for failure to file Annual Report(s)
following the year 1990 ; Filing Fee \$50 each.

This notice is given pursuant to the provisions of Section 7-6-56, 7-6-85, 7-1.1-87, 7-1.1-114 of the
General Laws.

Very truly yours,

Kathleen S. Connell

Secretary of State

FOR INFORMATION CALL (401) 277-3040

CT CORPORATION SYSTEM
123 DYER STREET
PROVIDENCE RI 02903

Filing fee: \$10.00

DUPLICATE ORIGINAL OF
APPLICATION FOR
CERTIFICATE OF WITHDRAWAL
OF

Simplex Time Recorder Co.

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-112 of the General Laws, 1956, as amended, the undersigned corporation hereby applies for a Certificate of Withdrawal from the State of Rhode Island, and for that purpose submits the following statement:

FIRST: The name of the corporation is Simplex Time Recorder Co.

SECOND: It is incorporated under the laws of Massachusetts

THIRD: It is not transacting business in the State of Rhode Island.

FOURTH: It hereby surrenders its authority to transact business in Rhode Island.

FIFTH: It revokes the authority of its registered agent in Rhode Island to accept service of process, and consents that service of process in any action, suit or proceeding based upon any cause of action arising in Rhode Island during the time the corporation was authorized to transact business in Rhode Island may thereafter be made on the corporation by service thereof on the Secretary of State of the State of Rhode Island.

SIXTH: The post-office address to which the Secretary of State may mail a copy of any process against the corporation that may be served on him is Simplex Plaza
Gardner, MA 01441

SEVENTH: The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, as of this date is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
200,000	common	voting	\$1.00
800,000	common-A	non-voting	\$1.00

EIGHTH: The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, as of this date is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
200,000	common	voting	\$1.00
800,000	common-A	non-voting	\$1.00

NINTH: The amount of its stated capital as of this date is \$ 1,000,000.00

TENTH: All corporate taxes and fees due to the State of Rhode Island have been paid.

Dated January 30, 19 89

By Thomas A. Curtin
THOMAS A. CURTIN
Its Vice President
and Eugene H. Ballard
EUGENE H. BALLARD
Its Secretary

STATE OF Massachusetts }
COUNTY OF Worcester } So.

At Hardner Massachusetts in said county on the 30th day of
January, 19 89, before me personally appeared
Thomas A. Curtin, who being by me first duly sworn, declared that he is the
Vice President of Simplex Time Recorder Co.,
that he signed the foregoing document as such Vice President of the
corporation, and that the statements therein contained are true.

Nancy J. Lawrence
Notary Public

(NOTARIAL SEAL)

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
OFFICE OF THE SECRETARY OF STATE
CERTIFICATE OF WITHDRAWAL
OF

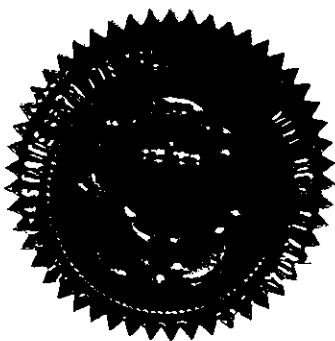
Simplex Time Recorder Co.

I, PAMELA L. PALUMBO, Acting Deputy Secretary of State of the State of
Rhode Island, hereby certify that duplicate originals of an Application of
Simplex Time Recorder Co. for a Certificate of Withdrawal from this State,
duly signed and verified pursuant to the provisions of Chapter 7-1.1 of the General Laws,
1956, as amended, have been received in this office and are found to conform to law, and
that the foregoing is a duplicate original of the Application for such Certificate.

Witness my hand and the seal of the State
of Rhode Island this 1st day of February
19 90.

Pamela L. Palumbo
Acting Deputy Secretary of State

RECORDED FEB 01 1990



DEPARTMENT OF STATE
OFFICE OF
SECRETARY OF STATE
PROVIDENCE, R. I.

Filing fee: \$50.00
License fee: \$15.00 minimum
(Section 7-1.1-124)

DUPLICATE ORIGINAL OF
APPLICATION FOR
CERTIFICATE OF AUTHORITY
OF

Simplex Time Recorder Co.

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned corporation hereby applies for a Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement:

FIRST: The name of the corporation is Simplex Time Recorder Co.

SECOND: The name which it elects to use in Rhode Island is

(If the name of the corporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation of one of such words, insert the name of the corporation with the word or abbreviation which it elects to add thereto for use in Rhode Island;)

THIRD: It is incorporated under the laws of Massachusetts

FOURTH: The date of its incorporation is October 1, 1983 and the period of its duration is Perpetual

FIFTH: The address of its principal office in the state or country under the laws of which it is incorporated is Simplex Plaza, Gardner, MA 01441

SIXTH: The address of its proposed registered office in Rhode Island is 123 Dyer Street, Providence, R. I. 02903 and the name of its proposed registered agent in Rhode Island at that address is C T CORPORATION SYSTEM

SEVENTH: The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are

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

2EL

FORM 27B 10M 3-81

(R.I. - 2151 - 12/9/86)

-1-

EIGHTH: The names and respective addresses of its directors and officers are:

<u>Name</u>	<u>Office</u>	<u>Address</u>
SEE ATTACHED RIDER	Director	
	Director	
	Director	
	President	
	Vice President	
	Secretary	
	Treasurer	

NINTH: The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
200,000	Common	Voting	\$1.00
800,000	Common	A. Non-Voting	\$1.00

TENTH: The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
104,202	Common	Voting	\$1.00
224,466	Common	A Non-Voting	\$1.00

ELEVENTH: An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ 65,000,000

TWELFTH: An estimate of the value of its property to be located within Rhode Island during such year is \$ 120,000

THIRTEENTH: An estimate of the gross amount of business to be transacted by it during such year is \$ 283,354,000

FOURTEENTH: An estimate of the gross amount of business to be transacted by it at or from places of business in Rhode Island during such year is \$ 1,700,000

FIFTEENTH: This Application is accompanied by a copy of its articles of incorporation and all amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated JAN 30, 19 89

Simplex Time Recorder Co.
[Exact Corporate Name of Corporation Making Application]

By [Signature]
and [Signature] Its VICE President TIMOTHY A. CURTIN
Its Secretary
Eugene H. Ballard

STATE OF Massachusetts }
COUNTY OF Worcester } Sc.

At Worcester, Mass. in said County on the 30th day
of January 19 89, before me personally appeared
Secretary Eugene H. Ballard, who being by me first duly sworn, declared that
he is the Eugene H. Ballard Secretary of Simplex Time Recorder Co.,
that he signed the foregoing document as such Secretary of the
corporation, and that the statements therein contained are true.

[Signature]
Notary Public

(NOTARIAL SEAL)

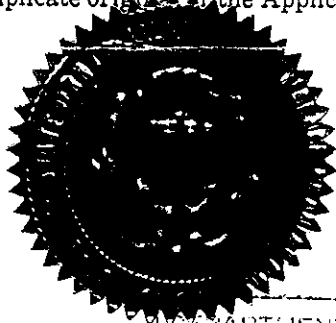
STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
OFFICE OF THE SECRETARY OF STATE
CERTIFICATE OF AUTHORITY
OF

SIMPLEX TIME RECORDER CO.

I, PAMELA L. PALUMBO, Acting Deputy Secretary of State of the
State of Rhode Island hereby certify that duplicate originals of an Application of
SIMPLEX TIME RECORDER CO.
for a Certificate of Authority to transact business in this State, duly signed and verified
pursuant to the provisions of Chapter 7-1.1 of the General Laws, 1956, as amended, have
been received in this office and are found to conform to law, and that the foregoing is a
duplicate original of the Application for such Certificate.

Witness my hand and the seal of the State
of Rhode Island this 1st day of February
1990.

[Signature]
Acting Deputy Secretary of State



(R. I. - 2151)

DEPARTMENT OF STATE
OFFICE OF
SECRETARY OF STATE
PROVIDENCE, R. I.

Rec'd & Filed FEB 01 1990

Filing Fee \$50.00

To be filed annually between
January 1st and March 1st

State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
100 NORTH MAIN STREET
PROVIDENCE, RHODE ISLAND 02903

Corporate ID 0024243 Annual Report for the year 1992

FIRST: The name of the corporation is Simplex Time Recorder Co.

SECOND: It is incorporated under the laws of MASSACHUSETTS

THIRD: Character of business, briefly stated, is Worldwide sales and service of fire alarm, sound, security, and other monitor and control systems, as well as time and attendance recorders, including software based systems.

FOURTH: If foreign corporation, address of its principal office Simplex Plaza, Gardner, MA 01441

FIFTH: Business address in Rhode Island 676 Warren Avenue, E. Providence, RI 02914

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name	Office	Address (including number, street, zip code)
<u>See Attached</u>	<u>Director</u>	
<u>Schedule</u>	<u>Director</u>	
	<u>Director</u>	
	<u>President</u>	
	<u>Vice President</u>	
	<u>Secretary</u>	
	<u>Treasurer</u>	

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
<u>200,000</u>	<u>Common - Voting</u>		<u>1.00</u>
<u>800,000</u>	<u>Common - Class A, Non-voting</u>		<u>1.00</u>

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
<u>104,202</u>	<u>Common - Voting</u>		<u>1.00</u>
<u>334,022</u>	<u>Common - Class A, Non-voting</u>		<u>1.00</u>

Dated February 12, 19 92

SIMPLEX TIME RECORDER CO.

(Name of Corporation)

By Joseph Marzilli Joseph Marzilli

(Report must be signed by an officer)

Title Assistant Treasurer

Simplex

Simplex Time Recorder Co.
Gardner, Massachusetts 01441 U.S.A.

100 89243

No. 251929

62-28
311

0940356

DATE

CHECK NUMBER

02/19/92

251929

DOLLARS	CENTS
*****50	00

STATE OF RHODE ISLAND
CORPORATIONS DIVISION
100 NORTH MAIN STREET

PROVIDENCE

RI 02903



AUTHORIZED SIGNATURE

NATIONAL BANK OF CHICAGO
PAYABLE THROUGH
NATIONAL BANK, DELAWARE

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SECRETARY OF STATE
CORPORATION DIVISION
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State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
100 NORTH MAIN STREET
PROVIDENCE, RHODE ISLAND 02903

Corporate ID 0024243 Annual Report for the year 1991

FIRST: The name of the corporation is Simplex Time Recorder Co.

SECOND: It is incorporated under the laws of MASSACHUSETTS

THIRD: Character of business, briefly stated, is Sale and service of time equipment, master clock, fire alarm, energy management, and other monitor and control systems.

FOURTH: If foreign corporation, address of its principal office Simplex Plaza, Gardner, MA 01441

FIFTH: Business address in Rhode Island 676 Warren Avenue, E. Providence, RI 02914

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name Office Address (including number, street, zip code)

SEE ATTACHED SCHEDULE Director
Director
Director
President
Vice President
Secretary
Treasurer

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
200,000	Common - Voting		\$1.00
800,000	Common - Class A, Non-Voting		\$1.00

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
104,202	Common - Voting		\$1.00
334,022	Common - Class A, Non-Voting		\$1.00

Dated February 27, 19 91

SIMPLEX TIME RECORDER CO.

(Name of Corporation)

By Joseph Marzilli

(Report must be signed by an officer)

Title Assistant Treasurer



Simplex Time Recorder Co.
Gardner, Massachusetts 01441 U.S.A.

No. 184478

62-28
311

0940356

DATE

CHECK NUMBER

02/28/91

184478

DOLLARS	CENTS
*****50	00

STATE OF RHODE ISLAND
CORPORATIONS DIVISION
100 NORTH MAIN STREET

PROVIDENCE

RI 02903

AUTHORIZED SIGNATURE

PAY
TO THE
ORDER
OF

THE FIRST NATIONAL BANK OF CHICAGO
PAYABLE THROUGH
FCC NATIONAL BANK, DELAWARE

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State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
100 NORTH MAIN STREET
PROVIDENCE, RHODE ISLAND 02903

Corporate ID 0024243

Annual Report for the year 1990

FIRST: The name of the corporation is Simplex Time Recorder Co.

SECOND: It is incorporated under the laws of MASSACHUSETTS.

THIRD: Character of business, briefly stated, is Sales & service of time equipment, master clock, fire alarm, energy management, and other monitor and control systems.

FOURTH: If foreign corporation, address of its principal office Simplex Plaza - Treasury Dept., Gardner, MA 01441.

FIFTH: Business address in Rhode Island 676 Warren Avenue, E. Providence, RI 02914

SIXTH: Names and addresses of its directors and officers:

Name

Office

(Attach rider if necessary)

Address (including number, street, zip code)

Director

SEE ATTACHED
SCHEDULE

Director

Director

President

Vice President

Secretary

Treasurer

SEVENTH: Number of Shares authorized:

No. of Shares

Class

Series

Par Value
or statement that
shares are without
par value

200,000

Common-Voting

\$1.00

800,000

Common-Class A, Non-voting

\$1.00

EIGHTH: Number of Shares issued:

No. of Shares

Class

Series

Par Value
or statement that
shares are without
par value

104,202

Common-Voting

\$1.00

224,266

Common-Class A, Non-voting

\$1.00

Dated March 1, 19 90

SIMPLEX TIME RECORDER CO.

(Name of Corporation)

By *Joseph Marzilli*

Joseph Marzilli

(Report must be signed by an officer)

Title Assistant Treasurer



Simplex Time Recorder Co.
Gardner, Massachusetts 01441 U.S.A.

No. 371624

#24243

DATE
3/1/90

CHECK NUMBER
371624

DOLLARS	CENTS
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PAY
TO THE
ORDER
OF

STATE OF RHODE ISLAND

Ronald B. Stimer

AUTHORIZED SIGNATURE

⑈371624⑈ ⑆011300016⑆ 43 0000 0⑈ 31 ⑆0000001500⑆

SHAWMUT WORCESTER COUNTY BANK • MASSACHUSETTS

PAY TO THE ORDER OF
GENERAL TREASURER
KATHLEEN S. CONNELL
SECRETARY OF STATE
CORPORATIONS DIVISION

MR 90 09
STATE OF RHODE ISLAND
TREASURER'S OFFICE
PROVIDENCE, RI
⑆011500010⑆

0110-0002-8
03/12/90
SSB AND TR



Simplex Time Recorder Co.
Simplex Plaza
Gardner, Massachusetts 01441 — 0001 U.S.A.

11/20/92 1710 DCR#1 WDR MA 01613

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