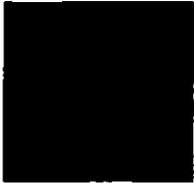


Filing Fee: \$150.00
License Fee: \$15.00 minimum (§7-1.1-124)

ID Number: 113293



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

BUSINESS CORPORATION

APPLICATION FOR CERTIFICATE OF AUTHORITY
(To Be Filed In Duplicate Original)

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned foreign 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:

- The name of the corporation is NEC-Mitsubishi Electronics Display of America, Inc. *(W) 59922 ok comment*
- It is incorporated under the laws of Delaware
- The name, if different, which it elects to use in Rhode Island is:
(a) *If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation thereof, then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island:*

(b) *If the corporate name is not available in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement" to be filed with this application:*

- The date of its incorporation is April 20, 2000 and the period of its duration is Perpetual
- The address of its principal office in the state or country under the laws of which it is incorporated is _____
1250 North Arlington Heights Road, IL 60143
- The address of its proposed registered office in Rhode Island is 10 Weybosset Street
(Street Address, not P.O. Box)
Providence RI 02903 and the name of its proposed registered agent in Rhode Island at
(City/Town) (Zip Code)
that address is C T CORPORATION SYSTEM
(Name of Agent)
- The specific purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:
Wholesale Trade - Durable Goods (Computer Monitors)
- The names and respective addresses of the directors and officers are:

	<u>Name</u>	<u>Address</u>
Director	_____	See Attached Officers/Directors Rider
Director	_____	_____
President	_____	_____
Vice President	_____	_____
Treasurer	_____	_____
Secretary	_____	_____

9. 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:

Number of Shares	Class	Series	Par Value or Statement that Shares are without Par Value
100,000	Common	N.A.	\$0.01

10. 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:

Number of Shares	Class	Series	Par Value or Statement that Shares are without Par Value
18,000	Common	N.A.	\$0.01

11. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is \$ 190,661,000.00.
- (b) An estimate of the value of the corporation's property to be located within Rhode Island during the following year is \$ 3,000.00.
- (c) An estimate, expressed as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located, is 0.00160 %. [divide (b) by (a) and multiply by 100 to obtain the percentage].
12. (a) An estimate of the gross amount of business to be transacted by the corporation during the following year is \$ 624,306,000.00.
- (b) An estimate of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year is \$ 220,000.00.
- (c) An estimate, expressed as a percentage, of the proportion that the gross amount of business to be transacted by the corporation at or from places of business in this state during the following year bears to the gross amount thereof which will be transacted by the corporation during the following year is 0.03520 % [divide (b) by (a) and multiply by 100 to obtain the percentage].
13. This application is accompanied by certified copies of its articles of incorporation and all amendments thereto, duly authenticated by the secretary of state or other authorized officer of the jurisdiction of its incorporation.

Date: June 28, 2000

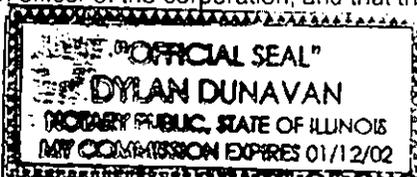
NEC-Mitsubishi Electronics Display of America, Inc.
Print Exact Name of Corporation Making Application

By Ai Sugiyama
 President or Vice President (check one)

By Justin Phan AND
 Secretary or Assistant Secretary (check one)

STATE OF Illinois
COUNTY OF DuPage

In Itasca, IL, on this 28th day of June, 2000 personally appeared before me Akira Sugiyama who, being by me first duly sworn, declared that he/she is the President of the corporation and that he/she signed the foregoing document as such officer of the corporation, and that the statements herein contained are true.



Dylan Dunavan
Notary Public
My Commission Expires: 1-12-02

OFFICERS/DIRECTORS RIDER

Officers:

President Akira Sugiyama
1250 North Arlington Heights Road
Itasca, IL 60143

Secretary Yoshihiro Mori
1250 North Arlington Heights Road
Itasca, IL 60143

Treasurer Yoshihiro Mori
1250 North Arlington Heights Road
Itasca, IL 60143

Director:

Akira Sugiyama
1250 North Arlington Heights Road
Itasca, IL 60143

NEC

NEC America, Inc.
1525 W Walnut Hill Lane
Irving, Texas 75038-3797
Tel 972-518-5000

Rhode Island Secretary of State
Corporation Division
270 Westminster Mall
Providence, RI 02903

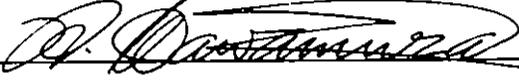
Re: Consent to Use of Name

Dear Sir or Madam:

The undersigned, being an officer of NEC America, Inc., A New York Corporation and qualified to transact business in the State of Rhode Island (the "Corporation"), hereby consents that NEC-Mitsubishi Electronics Display of America, Inc. may use a name akin, similar or like that of the Corporation's name.

IN WITNESS WHEREOF, the undersigned has caused this consent to be executed as of the 26th day of June, 2000.

NEC America, Inc.

By: 

Name: Hiroki Kawamura
Its: CFO & Treasurer

Given under my hand and seal of office this
26th day of June, 2000.


Signature of Notary



Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "NEC-MITSUBISHI ELECTRONICS DISPLAY OF AMERICA, INC." AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF INCORPORATION, FILED THE TWENTIETH DAY OF APRIL, A.D. 2000, AT 9 O'CLOCK A.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "NMV AMERICA, INC." TO "NEC-MITSUBISHI ELECTRONICS DISPLAY OF AMERICA, INC.", FILED THE SIXTEENTH DAY OF JUNE, A.D. 2000, AT 12 O'CLOCK P.M.

CERTIFICATE OF AMENDMENT, FILED THE TWENTY-EIGHTH DAY OF JUNE, A.D. 2000, AT 11 O'CLOCK A.M.



Handwritten signature of Edward J. Freel in cursive script.

Edward J. Freel, Secretary of State

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001331043

AUTHENTICATION: 0529844

DATE: 06-28-00