

Fairness. Accuracy. Democracy.™

POPULEX CORPORATION
420B AIRPORT ROAD
ELGIN, IL 60123
TEL 877.POPULEX (767.8539)
FAX: 586.816.7309
www.populex.com

June 30, 2006

New York State Board of Elections
Election Operations Unit
40 Steuben Street
Albany, New York 12207-2109

VIA PRIORITY MAIL

The attached application is responsive to the letter from Co-Executive Directors Peter S. Kosinski and Stanley L. Zalen dated June 20, 2006.

Populex Corporation ("Applicant") respectfully requests that this letter be made part of the formal application submitted as of this date on forms provided by the Election Operations Unit.

Applicant notes that the referenced letter provides three deadlines: July 5, 2006; July 18, 2006 and July 20, 2006. Each of the deadlines in the referenced letter contains the term "must" with respect to the date and contents of the specific items. On the other hand, the introduction paragraph contains the sentence: "Please be advised that a failure to comply with these deadlines **may** [emphasis added] jeopardize your system's ability to be certified in time"

Applicant's system is not yet certified to the federal 2005 Voluntary Voting System Guidelines ("VVSG"). As an aside, applicant believes that no voting system has yet been certified to comply with the 2005 VVSG. Consequently, it is highly unlikely that Applicant (and again, as an aside, any other vendor) can submit a complete package along with tabulated results from a system bearing a 2005 certification by July 20, 2005. Earlier versions of Applicant's system have been certified to the 2002 Voting System Standards ("VSS").

Applicant is unable, at this time, to submit sample ballot layouts with the submission of the application due on July 5. Applicant intends to submit sample ballot layouts by the end of July, 2006, if not before.

The Application requires three copies of the operating and instruction manuals to be included. We are enclosing three copies in electronic format. Electronic submission was acceptable for our ballot marking device application and we trust that electronic submission continues to be acceptable.

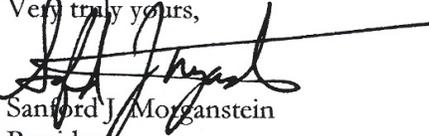
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Applicant unequivocally states that it will be unable to submit each and every item described for the July 20, 2006 date if each and every item, including the Technical Data Package and Tabulated Results must have been prepared on a system bearing a 2005 Certification number.

Applicant notes that the letter providing the application forms was mailed to Applicant on June 20, 2006 and not received until recently. While the referenced cover letter does not specifically ask for completion of information required under § 6209.4(I)¹ that section requires a statement of all political contributions by officers and others made within the last two years. Applicant has not had enough time to gather the information, and because of the July 4 Independence Day Holiday, Applicant will not be able to provide such information by July 5, 2006. Applicant intends to supplement its application with this information by the July 18, 2006 date.

Applicant is submitting its application along with the \$5,000 check required by the State Board. If Applicant's disclosures in this letter are such that Applicant's application is unacceptable, Applicant respectfully requests an immediate rejection of the Application and a return of the enclosed \$5,000 bank check.

Very truly yours,


Sanford J. Morganstein
President

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¹ The referenced letter does remind the applicant to complete the affidavit requirements of Section 6209.5(I) but that section appears to require information about maintenance about non-PC based systems.

NEW YORK STATE BOARD OF ELECTIONS
ELECTION OPERATIONS UNIT
40 STEUBEN STREET
ALBANY, NEW YORK 12207-2109

APPLICATION FOR CERTIFICATION OF VOTING SYSTEM

NAME OF VENDOR POPULLEX CORPORATION CONTACT PERSON SANFORD MORGANSTEIN
ADDRESS OF COMPANY 460 AIRPORT ROAD ELGIN, IL 60123
TELEPHONE NUMBER 877-POPULLEX FAX NUMBER 586-86-7309 EMAIL POSTMASTER@POPULLEX.COM MOBILE
FEDERAL TAX IDENTIFICATION NUMBER 61-1411647

DESCRIPTION OF VOTING SYSTEM

POPULLEX DIGITAL PAPER BALLOT SYSTEM:
TOUCH SCREEN VOTING WITH VOTER VERIFIED
PAPER BALLOT

VOTING SYSTEM HARDWARE INFORMATION

TYPE OF SYSTEM

DIRECT RECORD ELECTRONIC PRECINCT O/S ABSENTEE OTHER
MODIFICATION TO AN EXISTING NYS CERTIFIED SYSTEM YES NO IF YES, CHECK APPROPRIATE BOX BELOW
 MODIFICATION TO HARDWARE MODIFICATION TO SOFTWARE MODIFICATION TO HARDWARE AND SOFTWARE
NAME OF SYSTEM DIGITAL PAPER BALLOT MODEL NUMBER 10.03
LIST ALL AUXILIARY COMPONENTS MODIFICATION TO SYSTEM APPROVED
AS A BALLOT MARKING DEVICE

FIRMWARE AND SOFTWARE RELEASE INFORMATION

IF YOU CHECKED YES TO MODIFICATION TO SOFTWARE ABOVE PLEASE ENTER BOTH THE CURRENT CERTIFIED RELEASE # AND THE MODIFIED RELEASE # BELOW

FIRMWARE RELEASE # (DRE) ~~SE~~ CURRENT 10.03 MODIFIED 11.0
EMS BALLOT DEFINITION SOFTWARE RELEASE # CURRENT 3.05 PROPOSED 4.0
EMS ACCUMULATION SOFTWARE RELEASE # N/A MODIFIED 4.0
IS SYSTEM FEDERALLY QUALIFIED? QUALIFICATION # CURRENT SYSTEM IS QUALIFIED: 02 N-2-15-20-2

GENERAL INFORMATION

DO YOU OWN ALL RIGHTS TO THIS EQUIPMENT? YES NO

IF NO, EXPLAIN

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TYPE OF BUSINESS/ORGANIZATION:

CORPORATION PARTNERSHIP INDIVIDUAL

IF A CORPORATION:

STATE OF INCORPORATION ILLINOIS

AUTHORIZED TO DO BUSINESS IN N.Y.S.? YES NO

MAINTAIN OFFICE IN N.Y.S.? YES NO

INDEPENDENTLY OWNED? YES NO

EO-05 (6/97)

IF NO, NAME AND ADDRESS OF PARENT COMPANY: _____

IS ANY PART OF THE SYSTEM MANUFACTURED OR ASSEMBLED BY ANOTHER COMPANY? YES NO

IF YES, NAME: POPULIS USES TWO OR MORE SUBCONTRACTORS

ADDRESS: INCLUDING SUBJECT WILLS CORP. OAK BROOK, IL

VOTING SYSTEM HISTORY INFORMATION

ALL JURISDICTIONS WHERE PRESENTLY CERTIFIED:

ALABAMA
ARKANSAS
ILLINOIS
LOUISIANA
MISSOURI
NEW YORK (AS BALLOT MARKER)
SOUTH DAKOTA

ALL JURISDICTIONS WHERE SYSTEM HAS BEEN USED:

MISSOURI
ILLINOIS

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ALBANY, NEW YORK

APPLICATION REQUIREMENTS

A check made payable to the State Board of Elections in the amount of \$5,000.00 which shall be placed in the State Special Revenue Account. Notice shall be provided to vendor when additional funds are required to be deposited.

Three copies of the operating or instruction manuals pertaining to the voting system are to be included with the completed application.

No application shall be deemed to be filed until all documentation, required under §§ 6209.4 and 6209.5 of the Rules and Regulations of the State Board have been submitted to such Board or its designee.

ATTESTATIONS

I HEREBY AGREE TO PROVIDE THE VOTING SYSTEM AND TO FURNISH ALL DOCUMENTATION REQUIRED BY PART 6209 OFFICIAL COMPILATION OF CODES, RULES AND REGULATIONS OF THE STATE BOARD OF ELECTIONS OR ITS DESIGNEE UPON DEMAND AND FURTHER AGREE TO REIMBURSE THE STATE BOARD FOR THE COST OF EXAMINATION WITHIN THIRTY (30) DAYS OF RECEIPT OF NOTIFICATION OF SUCH COST. I UNDERSTAND THAT I MAY BE REQUIRED TO PLACE THE VOTING SYSTEM IN THE STATE BOARD'S POSSESSION FOR AS LONG AS SUCH SYSTEM IS IN USE IN NEW YORK STATE.

I HEREBY ACKNOWLEDGE THAT I HAVE READ AND UNDERSTAND MY OBLIGATIONS UNDER §6209.4 (I), REQUIRING DISCLOSURE OF FINANCIAL CONTRIBUTIONS MADE BY ANY OFFICER, CONTROLLING SHARE HOLDER OR THE VENDOR WITHIN THE UNITED STATES OF AMERICA TO ANY POLITICAL PARTY OR CANDIDATE WITHIN 2 YEARS OF SUBMISSION OF THIS APPLICATION, AND HAVE PROVIDED THE SAME.

I HEREBY ACKNOWLEDGE THAT I HAVE READ AND UNDERSTAND MY OBLIGATIONS UNDER §6209.5 (G), REQUIRING DISCLOSURE OF ANY PECUNIARY INTEREST IN OR ANY DIRECT OR INDIRECT CONTROL OVER ANY TESTING LABORATORY WHICH MAY BE USED IN CONNECTION WITH THE CERTIFICATION OF THIS VOTING SYSTEM.

JUNE 28, 2006
DATE


SIGNATURE OF APPLICANT
PRESIDENT
TITLE

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NEW YORK STATE
BOARD OF ELECTIONS
ALBANY, NEW YORK

POPULEX CORPORATION

Attestation made as part of the Application for Certification of Voting System

Populex Corporation mailed its referenced application on June 28, 2006. In order to meet the dates described in the cover letter accompanying the application form, Populex Corporation did not have complete information concerning its reporting obligations with respect to financial contributions made by any officer, controlling share holder to the vendor to any political party or candidate with 2 years of the submission of the application.

Populex herewith supplements its application and makes this information part of that application.

Definitions and inclusions:

Populex Corporation does not find in the rule any obligation to report political contributions of any Corporate Director. By making this disclosure related to Mr. Paul Fricke, a Corporate Director, Populex Corporation makes no statement about the need to disclose such information. As to officers, the rule to which Populex is complying (§ 6209.4(I)) only asks for disclosures of certain officers (Chief Executive, President and Chief Operating Officer). However, Populex is voluntarily providing this information for all officers.

Populex Corporation takes note of the term "Controlling Shareholder" and takes it to mean any shareholder owning more than 50% of the voting shares of Populex Corporation. **If there is another meaning and additional information for which we are required to comply, please inform the Applicant and Applicant will promptly reply.**

Political Contributions made from June 27, 2004 to June 28, 2006

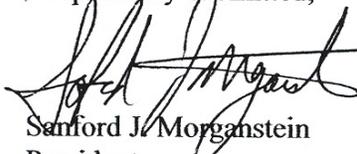
Person	Position	Financial Contribution
Sanford J. Morganstein	President, Chairman and CEO	None
David P. Patterson	Vice President and Chief Technology Officer	\$200 to Wesley Clark (Campaign or PAC)
Robert W. Oliver	Vice President and Chief Operating Officer	None
C Dave Henderson	Vice President, Public Affairs	Sept. 28, 2005 Jerry Weller for Congress -- Member of Illinois Congressional Delegation -- \$100.00 July 3, 2006 Jerry Weller for Congress --

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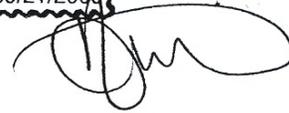
Attestation of Populex Corporation
Page 2 of 2

		Member of Illinois Congressional Delegation -- \$100.00
Paul Fricke	Director	None
Populex Corporation		None

Respectfully submitted,


Sanford J. Morganstein
President
July 10, 2006





POPULEX CORPORATION

Attestation made as part of the Application for Certification of Voting System

Populex herewith updates the information submitted on July 20, 2006 regarding political contributions as required by § 6209.4(I).

Definitions and inclusions:

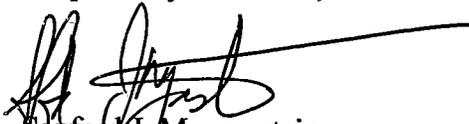
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Populex Corporation takes note of the term "Controlling Shareholder" and takes it to mean any shareholder owning more than 50% of the voting shares of Populex Corporation. **If there is another meaning and additional information for which we are required to comply, please inform the Applicant and Applicant will promptly reply.**

Political Contributions made from June 28, 2006 to September 30, 2006.

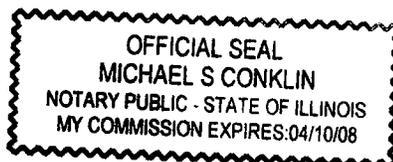
Person	Position	Financial Contribution
C Dave Henderson	Vice President, Public Affairs	Republican Senate Campaign Committee (Illinois) ---\$250

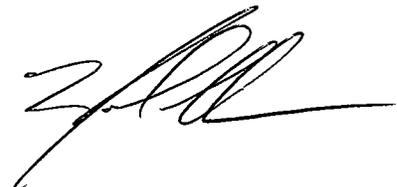
Respectfully submitted,


Sanford J. Morganstein
President
September 30, 2006

Copies to: Lori Bahan, Anna Svizzero

STATE OF ILLINOIS County of KANE
SUBSCRIBED AND SWORN THIS 2ND
DAY OF OCTOBER, 2006





2006 OCT -5 PM 1:48
NEW YORK STATE
BOARD OF ELECTIONS
ALBANY, NY 12242