DOCUME NUM 0000004530

C T CORPORATION SYSTEM	•	•
Requestor's Name - 660 East Jefferson Str	eet	700003352
Address Tallahassee, FL 32301		******78.75
City State Zip	Phone	G
CORPORAT	TION(S) NAME	- 0
	Roadhand Techno	logies logi
<u>Centerpoint</u>	Dipagrano lectros	
<u></u>		
Profit () NonProfit	() Ame dment	() Merger
() Limited Liability Comp	any () Dissolution/Withdrawa	() Mark
(Foreign) A la la la la care	tion	
() Limited Partnership () Reinstatement	() Annual Report () Reservation	() Other() Change of R.A.() Fictitious Name
Limited Liability Part M Certified Copy	() Photo Copies	() CUS
	•	() After 4:30
() Call When Ready () Walk in () Mail Out	() Call if Problem () Will Wait	() Pick Up
Name Availability	TIPLEAS	E RETURN EXTRA COPY(S) FILE STAMPED
Document Examiner	SIAN OF THE WORLD AND SIAN OF THE AND SIAN OF	THANKS.
Updater	00 AUG 10 PM 12: 16	Laura Earnest
Verifier Acknowledgment	RECEIVED	noke,

W.P. Verifier

TRANSMITTAL LETTER

	Qualification Division of C	n/Tax Lien Section Corporations				
SUBJE	CT: Cente	rpoint Broadbar	nd Technolo	ogies, Inc.		
	-			on - must include suffix))	
	r or Madam:		-			
The enc "Certific to transa	losed "Applicate of Existence business in	cation by Foreign C ence", and check are n Florida.	Corporation fo submitted to	r Authorization to Trans register the above refere	sact Brenced:	usiness in Florida" foreign corporation
		espondence concern				
	Jen	nifer L. Long				
		-	(Name o	f Person)	-	
	Brol	beck, Phleger &	: Harrison,	LLP		
			(Firm/Co			
	Тwo	Embarcadero Pl	ace 2200	Gena Road		
			(Add			
	חבם	o 73+o . C7 0470		-		
	Fall	o Alto, CA 9430	(City/Sta	ate/Zin)		
			(41.57.51.			
Should y	ou need to c	all someone concern	ning this matte	er, please call:		
Jennif	er L. Lon	g	at (650) 496-2988		
	(Name of Pe			Code & Daytime Teleph	one N	(umber)
STREET	FADDRESS:	:		MAILING ADDRESS	S:	
Qualifica	tion/Tax Lien	Section		Qualification/Tax Lien	Section	on
Division of Corporations 409 E. Gaines St.			Division of Corporations			
	aines St. see, FL 32399			P.O. Box 6327 -Tallahassee, FL 32314	L	
	·			Tananassee, 112 52514	•	
Enclosed	is a check for	or the following amo	ount:			
\$70.0	00 Filing Fee	□ \$78.75 Filing Certificate of		\$78.75 Filing Fee & Certified Copy	(\$87.50 Filing Fee, Certificate of Status & Certified Copy

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

IN COMPLIA REGISTER A	NCE WITH SECTION 607.1503, FLORIDA STATU FOREIGN CORPORATION TO TRANSACT BUSIN	TES, THE FOLLOWING IS SUBMITTED TO ESS IN THE STATE OF FLORIDA				
	oint Broadband Technologies, Inc.	8				
(Name of conwords or abb	preparation; must include the word "INCORPORATED", "Operitations of like import in language as will clearly indicated in or partnership if not so contained in the name at present.)	COMPANY", "CORPORATION" or that it is a corporation instead of a 2966684 (FEI number, if applicable)				
2. Delaware	- 3	2966684				
(State or cour	ntry under the law of which it is incorporated)	(FEI number, if applicable)				
4. November	13, 1998 5. Perpetua	1				
	Date of incorporation) (Duration:	Year corp. will cease to exist or "perpetual")				
6. May 1, 2						
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)						
7	chnologies Drive, Suite 400					
San Jose	e, CA 95110					
8. (Purpos	sc(s) of corporation authorized in home state or country to street address of Florida registered agent: (P.O.)	o be carried out in state of Florida)				
Office Address:	1200 South Pine Island Road					
	Plantation	Florida, 33324 (Zip code)				
10. Registered	agent's acceptance:					
with the provision the obligations of	referred accept the appointment as registered agent and and as a statutes relative to the proper and complete perfermy position as registered agent. CT Corporation System By: (Registered agent's signature)	NASEEM A. CONDE SPECIAL ASST. SECRETARY				
11. Attached is a c Department of Star which it is incorporate	certificate of existence duly authenticated, not more than ate, by the Secretary of State or other official having custo prated.	90 days prior to delivery of this application to the dy of corporate records in the jurisdiction under the law of				

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

which it is incorporated.

A. DIRECTORS (Street address only - P.O. Box NOT acceptable) Chairman: See attached officers/directors rider Address: ___ Vice Chairman: Address: _ Director: __ Address: _ Director: ___ Address: _____ B. OFFICERS (Street address only - P.O. Box NOT acceptable) President: See attached officers/directors rider_____ Vice President: Address: ___ Secretary: ___ Address: ____ Address: NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors. (Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application) 14. Warren Lazarow, Assistant Secretary (Typed or printed name and capacity of person signing application)

Names and Addresses of Current Directors

William Berckman 650 Madison Avenue New York, NY 10022

Cliff Higgerson
Communications Ventures
505 Hamilton Avenue, Suite 305

H. Dubose Montgomery 3000 Sand Hill Road, Bldg. 4, Suite 305 Menlo Park, CA 94025

Lars Swanson Banc Boston Capital 175 Federal Street, 10th Floor Boston, Ma 02110

Dana R. Waldman 1471 Technology Drive, Suite 400 San Jose, CA 95110

Names and Addresses of Current Officers

Ward M. Glazebrook, Chief Operating Officer 180 Fremont Avenue Los Altos, CA 94024

Warren T. Lazarow, Assistant Secretary c/o Brobeck, Phleger & Harrison LLP Two Embarcadero Place 2200 Geng Road Palo Alto, CA 94303

Eric Steinbroner, Chief Financial Officer 11141 Santa Teresa Dr. Cupertino, CA 95014 OD AUG 10 PM 1:58

Dana Waldman, President, CEO and Secretary 1741 Technology Drive, Suite 400 San Jose, CA 95110

Marie 10 ph 1:58

State of Delaware Office of the Secretary of State

PAGE

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF

DELAWARE, DO HEREBY CERTIFY "CENTERPOINT BROADBAND TECHNOLOGIES,

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

NINTH DAY OF AUGUST, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

DITALES OF SOLEORATIONS
ON AUG 10 PM 1: 58



Edward J. Freel, Secretary of State

DATE:

AUTHENTICATION:

0608791

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