

Document Number Only

# F00000006500

CT Corporation System  
660 East Jefferson Street  
Tallahassee, FL 32301  
850-222-1092

DATE: 10/26

Corporation(s) Name

Wellspring International, Inc.

FILED  
00 OCT 26 PM 3:23  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Profit  
 Nonprofit

Amendment

Merger

Foreign  
 LLC

Dissolution  
 Withdrawal

Mark

Limited Partnership  
 Reinstatement  
 UCC  1 or  3

UBR  
 Fictitious Name

Other  
 Ch. RA

RECEIVED  
00 OCT 26 PM 12:16  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA  
900003440719--8  
-10/26/00--01059--022  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

\*\*\*Special Instructions\*\*

Certified Copy  
 Parts/amends/mergers  Other-See Above

Photocopies

~~FOCUS~~

Walk in

Pick-up

Will Wait

Please Return Filed Stamped  
Copies To:

Carol Clark

Thank You!

30K  
10/26



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

October 26, 2000

C T CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: WELLSRING INTERNATIONAL, INC.  
Ref. Number: W00000025825

2012  
c/c  
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00 OCT 29 PM 3:23  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We have received your document for WELLSRING INTERNATIONAL, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have RETAINED your \$78.75 payment.,

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc. Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6914.

Buck Kohr  
Corporate Specialist

Letter Number: 200A00055997

RECEIVED  
00 NOV 21 PM 2:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Please back-date  
*[Signature]*

**RESOLUTION OF BOARD OF DIRECTORS**  
(Please print or type)


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TALLAHASSEE, FLORIDA

I, the undersigned Brian D. Brittsan, do hereby certify  
(Name)  
that this Resolution of the Board of Directors of Wellspring International, Inc.  
(Corporate Name)

a corporation duly organized and existing under the laws of the State of Delaware,  
was duly adopted on January 8, 1996 -20-

Be it resolved, that Wellspring International, Inc.  
(Corporate Name)  
organized and existing in the State of Delaware, hereby adopts the name  
Wellspring Wireless Utility Services, Inc. for use in Florida.

Dated: 11/02/00

  
Signature of either Chairman, Vice Chairman or any officer

Brian D. Brittsan, President  
Type or print Name

INHS19(1/00)

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED FOR REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA  
09 26 PM 3:23

1. Wellspring International, Inc.  
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware 3. 33-0689106  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. January 8, 1996 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 6333 Greenwich Drive, Suite 140, San Diego, CA 92122  
(Current mailing address)

8. Any lawful activity for which a corporation may now or hereafter be organized.  
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324  
(Zip code)

10. Registered agent's acceptance:

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

C T Corporation System

**CONNIE BRYAN**  
**SPECIAL ASSISTANT SECRETARY**

Connie Bryan  
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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

**A. DIRECTORS (Street address only - P.O. Box NOT acceptable)**

Chairman: Wade Smith

Address: 6333 Greenwich Drive, Suite 140  
San Diego, CA 92122

Vice Chairman: Ronald R. Hahn

Address: 6333 Greenwich Drive, Suite 140  
San Diego, CA 92122

Director: Christopher J. Reinhard

Address: 6333 Greenwich Drive, Suite 140  
San Diego, CA 92122

Director: Robert S. Littlewood

Address: 6333 Greenwich Drive, Suite 140  
San Diego, CA 92122

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TALLAHASSEE, FLORIDA

**B. OFFICERS (Street address only - P.O. Box NOT acceptable)**

President: Brian D. Brittsan

Address: 6333 Greenwich Drive, Suite 140  
San Diego, CA 92122

Vice President: N/A

Address: \_\_\_\_\_

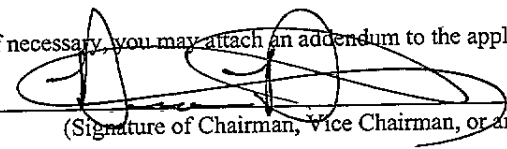
Secretary: Brian D. Brittsan

Address: 6333 Greenwich Drive, Suite 140  
San Diego, CA 92122

Treasurer: Blaine L. Knoll

Address: 6333 Greenwich Drive, Suite 140  
San Diego, CA 92122

**NOTE:** If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.  \_\_\_\_\_  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Brian D. Brittsan, President  
(Typed or printed name and capacity of person signing application)

*State of Delaware*  
*Office of the Secretary of State*

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "WELLSPRING INTERNATIONAL, 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 TWENTY-SIXTH DAY OF SEPTEMBER, 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.

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00 OCT 26 PM 3:23  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



*Edward J. Freel*  
Edward J. Freel, Secretary of State

2579902 8300

AUTHENTICATION: 0698209

001485396

DATE: 09-26-00