

F96000003408

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

410000001 136844424
-07/05/96--01012--002
*****70.75 *****70.00

SUBJECT: Norlight, Inc.

(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Joyce M. Charles, Legal Assistant
(Name of Person)

Schatz Paquin Lockridge Grindal & Holstein P.L.L.P.
(Firm/Company)

2200 Washington Square
100 Washington Avenue South
(Address)

Minneapolis, Minnesota 55401
(City/State/Zip)

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DIVISION OF CORPORATIONS
96 JUL -3 AM 11:55

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Should you need to call someone concerning this matter, please call:

Joyce M. Charles, Legal Assistant
(Name of Person)

at (612) 339-6900, ext. 345
(Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

**SCHATZ PAQUIN
LOCKRIDGE GRINDAL & HOLSTEIN P.L.L.P.
ATTORNEYS AT LAW**

**SUITE 2200
100 WASHINGTON AVENUE SOUTH
MINNEAPOLIS, MINNESOTA 55401**

**TELEPHONE (612) 330-0900
FACSIMILE (612) 130-0901**

**SUITE 1025
1225 EYE STREET, N.W.
WASHINGTON, D.C. 20005**

**TELEPHONE (202) 780-3970
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H. THEODORE GRINDAL
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JOSEPH M. MURILCK**

**OF COUNSEL
DANIEL A. FARRER
WILLIAM J. WELLEN**

**GERRY BIKORSKI
DIRECTOR OF PUBLIC AFFAIRS, WASHINGTON, D.C.**

**BARBARA J. GHAIN
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BRYAN E. ELLINGSTAD
KAREN C. REILLY
MICHAEL A. THITTIPO
DEBRA L. HOVLAND
T. BRENT JORDAN**

June 28, 1996

**VIA CERTIFIED MAIL -
RETURN RECEIPT REQUESTED**

**Qualifications/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314**

**RE: Application by NorLight, Inc. for Authorization to
Transact Business in Florida as a Foreign Corporation**

To Whom it May Concern:

**Enclosed for filing are the following documents for NorLight,
Inc. to do business in the State of Florida as a foreign
corporation:**

- 1. The application executed by an authorized officer of the corporation;**
- 2. A Certificate of Status by the State of Wisconsin;**
- 3. A reservation of name confirmation;**
- 4. A check in the amount of \$78.75 (\$70.00 registration fee and an additional \$8.75 fee for a Certificate of Status); and**

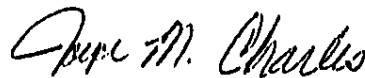
June 28, 1996
Page Two

5. Transmittal letter.

If you have any questions, please do not hesitate to call me.

Very truly yours,

SCHATZ PAQUIN
LOCKRIDGE GRINDAL & HOLSTEIN P.L.L.P.



Joyce M. Charles
Legal Assistant

JMC:mdw

Enclosures

cc: Christopher K. Sandberg
Sandra M. Sedo



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 7, 1996

JOYCE M. CHARLES
SCHATZ, PAQUIN, LOCKRIDGE, ET AL.
100 WASHINGTON AVE. S., STE. 2200
MINNEAPOLIS, MN 55401

The name NORLIGHT, INC. has been reserved for 120 days beginning May 7, 1996. The reservation number is R96000002319 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lantham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Marie Bartlett

Letter number: 996A00022067

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

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

1. NorLight, 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. Wisconsin
(State or country under the law of which it is incorporated)
3. _____
(FBI number, if applicable)
4. October 8, 1991
(Date of Incorporation)
5. perpetual
(Duration: Year corp. will cease to exist "perpetual")
6. July 15, 1996
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. NorLight, Inc.

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DIVISION OF CORPORATIONS
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275 North Corporate Drive, Brookfield, WI 53045
(Current mailing address)

8. telecommunications services
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. **Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)**

Name: CT 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.

Susan J. Warner
(Registered agent's signature)
Asst. Sec.

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: See Attached

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: See Attached

Address: _____

Vice President: _____

Address: _____

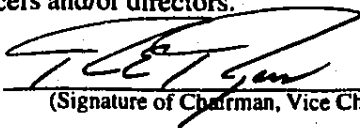
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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. R.E. Rogers / Vice President
(Typed or printed name and capacity of person signing application)

NORLIGHT, INC.
CORPORATE OFFICERS AND DIRECTORS

Chairman:	Robert A. Kahlor Journal Communications 333 West State Street Milwaukee, WI 53203
Vice Chairman:	Steven J. Smith Journal Communications 333 West State Street Milwaukee, WI 53203
President:	James J. Ditter MRC Telecommunications 275 North Corporate Drive Brookfield, WI 53045
Vice President:	Robert E. Rogers MRC Telecommunications 275 North Corporate Drive Brookfield, WI 53045
Vice President:	Michael S. Ullicki NorLight, Inc. 275 North Corporate Drive Brookfield, WI 53045
Treasurer/Secretary:	Vacant
Assistant Secretary:	Paul E. Kritzer Journal Communications 333 West State Street Milwaukee, WI 53203
Directors:	James J. Ditter MRC Telecommunications 275 North Corporate Drive Brookfield, WI 53045-5818 Robert A. Kahlor Journal Communications 333 West State Street Milwaukee, WI 53203

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DIVISION OF CORPORATIONS
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NORLIGHT, INC.
CORPORATE OFFICERS AND DIRECTORS

Directors (continued):

William T. Lutzen
Journal Communications
333 West State Street
Milwaukee, WI 53203

Steven J. Smith
Journal Communications
333 West State Street
Milwaukee, WI 53203

Last Election: June 22, 1994
Last Update: October 19, 1995

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DIVISION OF CORPORATIONS
96 JUL -3 AM 11:55

United States of America
State of Wisconsin

OFFICE OF THE SECRETARY OF STATE

To All to Whom These Presents Shall Come, Greeting:

I, DOUGLAS LA FOLLETTE, Secretary of State of the State of Wisconsin, do hereby certify that

NORLIGHT, INC.

is a domestic corporation organized under the laws of this state and that its date of incorporation is OCTOBER 8, 1991.

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DIVISION OF CORPORATIONS
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I further certify that said corporation has, during its most recently completed report year, filed with this office an annual report required by sec. 180.1622, 180.1921, or 181.651 of the Wisconsin Statutes, and that it has not filed articles of dissolution.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal, at Madison, on MAY 18, 1996.



Douglas La Follette

DOUGLAS LA FOLLETTE
Secretary of State

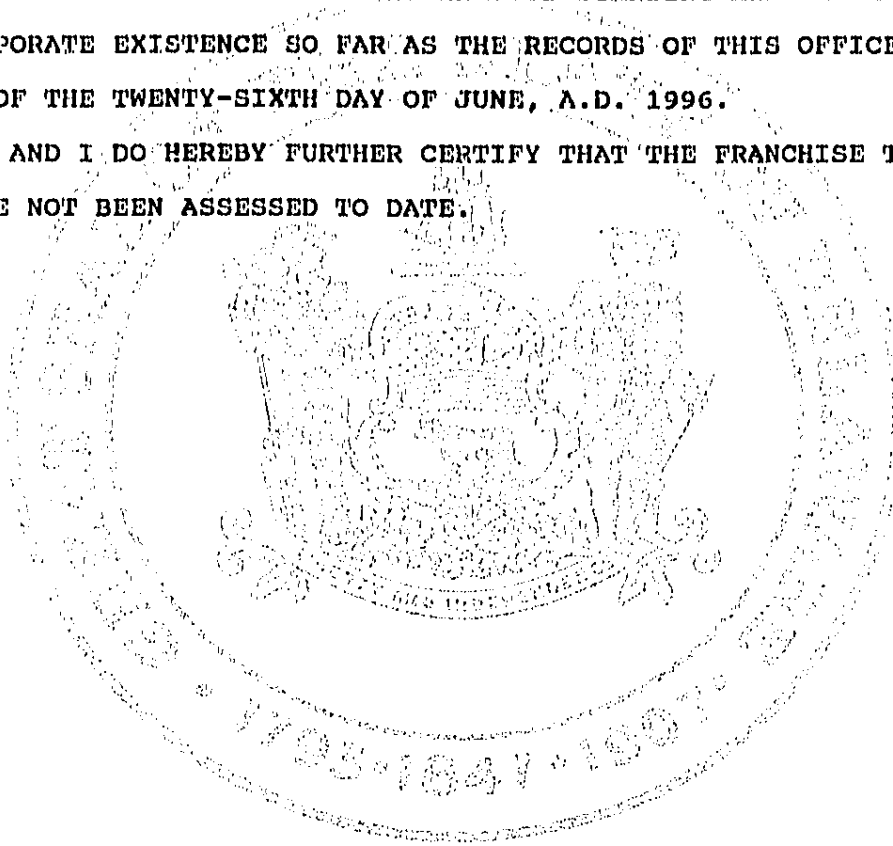
BY: *Patricia Weber*

The above certificate contains the statements prescribed by the Wisconsin Business Corporation Law for a certificate of status. Under current law, the status of a corporation is not described in terms of "good" or "bad" standing.

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AMERICAN MORTGAGE ASSOCIATES GENERAL PARTNER, 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 JUNE, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



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SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUL -5 AM 11:41



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

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AUTHENTICATION: 8005114
DATE: 06-26-96

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LOCKRIDGE GRINDAL
NAUEN & HOLSTEIN P.L.L.P.
ATTORNEYS AT LAW

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WASHINGTON, D.C. 20005

TELEPHONE (202) 789-3870
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MILDA K. HEDBLUM

WILLIAM A. GENDLER
ERIC G. TOSTRUD
HENRI D. MINETTE
MARSH M. HANSON
KARLE F. RYLE, IV
BARA MAUBEN
GREGG M. FISHER
DUBAN E. ELLINGSTAD
JEAN K. JAMES
LORENE P. FRET, JR.
KAREN E. KELLY
T. BRENT JORDAN
CHRISTIAN M. BANDE
AARON A. DEAN

April 21, 1997

**VIA CERTIFIED MAIL
RETURN RECEIPT REQUESTED**
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

8000002154049--8
-04/24/97--01102--003
*****35.00 *****35.00

RE: Application for Amended Certificate of Authority

To Whom It May Concern:

Enclosed for filing please find an Application for Amended Certificate of Authority for NorLight, Inc. along with a check in the amount of \$35.00. Also enclosed is a Wisconsin authenticated certificate stating the name change amendment. The corporate name of the corporation has been changed to Norlight Telecommunications, Inc.

I have also enclosed an additional copy of the application which I request you date stamp and forward to my attention in the enclosed self-addressed, stamped envelope, thereby acknowledging the filing.

If you have any questions, please do not hesitate to call me at (612) 339-6900, ext. 345. Thank you for your cooperation.

Very truly yours,

LOCKRIDGE GRINDAL
NAUEN & HOLSTEIN P.L.L.P.

Joyce M. Charles
Joyce M. Charles
Legal Assistant

JMC/cb

c: Christopher K. Sandberg
Jeffrey T. Nodland
Robert E. Rogers (Norlight Telecommunications, Inc.)

NLC Amers.
5/1/97

called - OK to correct

228141-1

date on application #4

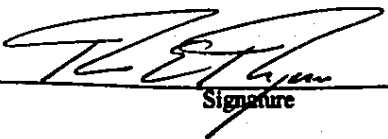
PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

1. NorLight, Inc.
Name of corporation as it appears on the records of the Department of State.
2. Wisconsin 3. July 3, 1996
Incorporated under laws of Date authorized to do business in Florida

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? January 21, 1997
5. Norlight Telecommunications, Inc.
Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.
6. If the amendment changes the period of duration, indicate new period of duration.
- _____
New Duration
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.
- _____
New Jurisdiction


Signature

Robert E. Rogers
Typed or printed name

4/15/97
Date

Senior Vice President
Title

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SECRETARY OF CORPORATIONS
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NORLIGHT, INC.
Form 11
(7/74)

- Printed on Recycled Paper -

United States of America
State of Wisconsin
DEPARTMENT OF FINANCIAL INSTITUTIONS

To All to Whom These Present Shall Come, Greeting:

I, RICHARD L. DEAN, Secretary, Department of Financial Institutions, do hereby certify that an Amendment to the Articles of Incorporation of

NORLIGHT, INC.

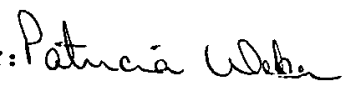
was filed with this Department on JANUARY 21, 1997, changing the name of said corporation to the present name of

NORLIGHT TELECOMMUNICATIONS, INC.

IN TESTIMONY WHEREOF, I have
hereunto set my hand and affixed
the official seal of the Department
on FEBRUARY 25, 1997.




Richard L. Dean, Secretary
Department of Financial Institutions

BY: 

Effective July 1, 1996, the Department of Financial Institutions assumed the functions previously performed by the Corporations Division of the Secretary of State and is the successor custodian of corporate records formerly held by the Secretary of State.