

Document Number Only
F98000000686

CT CORPORATION SYSTEM

Requestor's Name
 660 East Jefferson Street

Address
 Tallahassee, FL 32301 222-1092

City State Zip Phone

CORPORATION(S) NAME

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 ****122.50 ****122.50
 W98-2423

Sophia Communications, Inc.

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> NonProfit	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
<input type="checkbox"/> Limited Liability Co.	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other UCC Filing
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Reservation	<input type="checkbox"/> Change of F.A.
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Photo Copies	<input type="checkbox"/> Fic. Name
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call if Problem
<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> After 4:30	<input type="checkbox"/> Pick Up
<input type="checkbox"/> Walk In		
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 3, 1998

C T CORPORATION SYSTEM

SUBJECT: SOPHIA COMMUNICATIONS, INC.
Ref. Number: W98000002423

We have received your document for SOPHIA COMMUNICATIONS, INC. and your check(s) totaling \$122.50. However, the document has not been filed and is being retained in this office for the following:

There appears to be a typo in the name on the certificate communications is spelled incorrectly.

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) 487-6097.

Michael Mays
Document Specialist

Letter Number: 698A00006066

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2-5-98
Michael —
Please bkdate
to 2-3-98
+ issue the certified
copy.
Thanks - Tamara

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. SOPHIA COMMUNICATIONS, 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. 94-3253346
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. OCTOBER 5, 1995 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. 2880 SHASTA ROAD
BERKELEY, CA 94708
(Current mailing address)

8. WIRELESS TELECOMMUNICATIONS
(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:
Name: CI Corporation System
Office Address: 1200 S. Pine Island Rd.
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.

Connie Bryan **CONNIE BRYAN**
(Registered agent's signature) SPECIAL ASSISTANT SECRETARY

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.

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12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: HOWARD ORINGOR
Address: 600 MONTGOMERY STREET, 45th FLOOR
SAN FRANCISCO, CA 94111

Vice Chairman: _____
Address: _____

Director: JOHN PANOZZO
Address: 13215 SE MILL PLAIN BLVD, #08-337
VANCOUVER, WA 98684

Director: LAURENT VALOSEK
Address: 25 EDWARD STREET, #7
SAN FRANCISCO, CA 94118

B. OFFICERS

President: HOWARD ORINGOR
Address: (See above)

Vice President: LAURENT VALOSEK
Address: (See above)

Secretary: JOHN PANOZZO
Address: (See above)

Treasurer: JOHN PANOZZO
Address: (See above)

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

13. *John Panozzo*
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. JOHN PANOZZO, DIRECTOR & OFFICER
(Typed or printed name and capacity of person signing application)

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State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SOPHIA COMMUNICATIONS, 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 THIRTIETH DAY OF JANUARY, A.D. 1998.

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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DIVISION OF CORPORATIONS
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Edward J. Freel

Edward J. Freel, Secretary of State

2549370 8300

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AUTHENTICATION:

8893443

DATE:

01-30-98