

F990000002170

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section  
Division of Corporations

SUBJECT: Elastic Networks 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:

Betty Chears  
(Name of Person)  
Nortel Networks - Law Dept.  
(Firm/Company)  
200 Athens Way  
(Address)  
Nashville, TN 37228-1397  
(City/State/Zip)

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

8000002852308--4  
-04/26/99--01162--008  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Betty Chears at ( 615 ) 734-4590  
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:

Qualification/Tax Lien Section  
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

Enclosed is a check for the following amount:

- ☐ \$70.00 Filing Fee    ☐ \$78.75 Filing Fee & Certificate of Status    ☒ \$78.75 Filing Fee & Certified Copy    ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy

ic pgs  
verified E99-18  
owned by them -  
checked by phone w/  
Ms. Chears



Northern Telecom  
200 Athens Way  
Nashville TN 37228 USA  
Tel 615.734.4590  
Fax 615.734.4067

bccheers@nortelnetworks.com

Betty A. Cheers  
Legal Assistant

April 23, 1999

Florida Dept. of State  
Qualification/Tax Lien Section  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

VIA FEDERAL EXPRESS

Dear Sir or Madam:

Enclosed are:

- an executed Application by Foreign Corporation for Authorization to Transact Business In Florida and one exact copy;
- a check for \$78.75 for the filing fee and one certified copy of the filing; and
- a self-addressed envelope.

Please file the enclosed and return the evidence of filing and one certified copy of the filing to my attention as soon as possible.

Feel free to call me if you have any questions or need more information.

Sincerely,

A handwritten signature in cursive script that reads "Betty A. Cheers".

Betty A. Cheers  
Legal Assistant

Enclosures

**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. Elastic Networks 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  
(State or country under the law of which it is incorporated)
3. 58-2418576  
(FEI number, if applicable)
4. September 22, 1998  
(Date of Incorporation)
5. perpetual  
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon issuance of a Certificate of Authority  
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 200 Athens Way, Nashville, TN 37228-1397  
(Current mailing address)

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8. any lawful act or activity for which corporations may be organized in the State of Delaware and in the State of Florida  
(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: 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.*

Mary R. Adams  
(Registered agent's signature)

**MARY R. ADAMS  
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.

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: \_\_\_\_\_

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

Vice Chairman: \_\_\_\_\_

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

Director: See Attachment A

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

Director: \_\_\_\_\_

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

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

President: See Attachment A

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

Vice President: \_\_\_\_\_

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

Secretary: \_\_\_\_\_

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

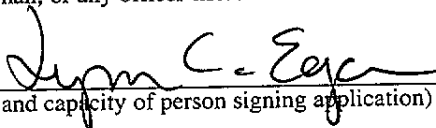
Treasurer: \_\_\_\_\_

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. Lynn C. Egan, Assistant Secretary  
(Typed or printed name and capacity of person signing application)



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Attachment A to Florida  
Application by Foreign Corporation for Authorization  
to Transact Business in Florida

**Directors and Officers of  
Elastic Networks Inc.**

Guy D. Gill  
3871 Lakefield Drive, Suite #300  
Suwanee, Georgia 30024-1242

Director and President

Michael P. Ressler  
4001 E. Chapel Hill-Nelson Hwy  
Research Triangle Park, North Carolina 27709

Vice President, Finance

Robert L. Ashby  
200 Athens Way  
Nashville, Tennessee 37228-1397

Treasurer

Roger A. Schechter  
200 Athens Way  
Nashville, Tennessee 37228-1397

Director and Secretary

Lynn C. Egan  
200 Athens Way  
Nashville, Tennessee 37228-1397

Assistant Secretary

Peter C. Farranto  
5405 Windward Parkway  
Alpharetta, Georgia 30201

Assistant Secretary

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*State of Delaware*  
*Office of the Secretary of State* PAGE 1

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ELASTIC NETWORKS 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 TWENTIETH DAY OF APRIL, A.D. 1999.

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

AUTHENTICATION:

9697592

DATE:

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